

MARVEL MASTERWORKS
THE UNCANNY X-MEN
VOLUME 14



THE UNCANNY X-MEN Nos. 210-219, ANNUAL No. 10
THE NEW MUTANTS ANNUAL No. 2
& FANTASTIC FOUR vs. THE X-MEN Nos. 1-4
CHRIS CLAREMONT, ALAN DAVIS & JON BOGDANOVE
WITH ARTHUR ADAMS & BUTCH GUICE

M A R V E L M A S T E R W O R K S
P R E S E N T S

THE UNCANNY
X-MEN

V O L U M E 14

C O L L E C T I N G

T H E U N C A N N Y X - M E N Nos. 210-219,
A N N U A L No. 10, T H E N E W M U T A N T S A N N U A L No. 2
& F A N T A S T I C F O U R V S. T H E X - M E N Nos. 1-4

C H R I S C L A R E M O N T
A L A N D A V I S • J O N B O G D A N O V E
W I T H A R T H U R A D A M S & B U T C H G U I C E



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THE UNCANNY X-MEN

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& FANTASTIC FOUR vs. THE X-MEN Nos. 1-4

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X-MEN CREATED BY STAN LEE & JACK KIRBY

MARVEL MASTERWORKS

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INTRODUCTION

BY CHRIS CLAREMONT

Something to remember about comics: it really is a matter of the right characters, the right story, the right creators, and the right time. If you're looking for a practical illustration of that, you'd be hard-pressed to find better than the stories presented here.

Talking about creators, herein you'll find a lineup including such top-notch visual storytellers as Alan Davis, Jon Bogdanove, Arthur Adams, John Romita Jr., Rick Leonardi, Marc Silvestri and Barry Windsor-Smith, along with Bret Blevins and Butch Guice. Aided by the likes of Terry Austin, Al Williamson, Dan Green, Paul Neary, Bob Wiacek and Steve Leialoha. Not to mention premier X-letterer Tom Orzechowski and colorist Glynis Oliver, whose work helped bring the stories I crafted to life for *well* over a hundred-plus issues each.

These issues were overseen by editor Ann Nocenti, one of the two very *best* editors I ever worked with during my long-term association on the title, and with the X-Canon.

Why mention all these names? Because the people who help bring these adventures to visual life are as important as the exploits themselves—and as I've said before, they number among the best of the best. I certainly couldn't wish for better, then or now.

Which brings us to the characters themselves and the stories that they bring to life. The same relationship applies to the characters in return. The stories shaped and defined the characters as people, while the characters' actions and interactions throughout the stories created passion and meaning for the readers.

This is what they're supposed to do, which is what helps bring readers back issue after ongoing issue.

So, what makes these stories special?

For me, then as now, it always comes down to the people. In fundamental terms, there are heroes and there are adversaries; there's good and—as epitomized by Mr. Sinister and his Marauders—there's *evil*!

In terms of the former, we find some surprises, as the Hellfire Club—who since their inception have stood among the X-Canon's classic villains—invite the Xavier School's new headmaster, Magneto, to join their Lords Cardinal as the White King. Only issues before, these two teams were fighting one-another full-tilt—until the arrival of the super-sentinel Nimrod forced a sudden rapprochement for mutual survival. The Lords Cardinal are billionaires; whatever kind of conflict they're involved in, their goal is to *win*. Either by pounding their adversaries into submission or cutting a deal. The greater the threat, the more flexible their position. The same apparently applies in this instance to the heroes. Is that something Charles Xavier would have done, or the original X-quintet have countenanced? Probably not, but different times bring forth different threats and new responses.

That rubric doesn't apply to Sinister and his Marauders. They aren't interested in alliances, merely the extermination of all undesirable. They make their first entrance with a murder and the body count goes up from there.

Consider the “real” world as it existed back then, better than 35 years ago: in political-military

terms, it was defined by a stalemate between two dominant superpowers, the United States and the Soviet Union. Each had the power to destroy the world, yet both had suffered humiliating military setbacks in considerably lesser conflicts, Vietnam for the U.S. and Afghanistan for the Soviets. A brutal war had broken out between Iraq and Iran, pitting the dictatorship of Saddam Hussein against the Islamic Republic, raising a threat to the global oil supply as well as the far more serious possibility of involving the superpowers. At the same time, tensions were growing along the border between India and the People's Republic of China, scene of a brutal war in 1962 that seemed ready to erupt into a similar conflagration a quarter-century later. A confrontation that was made all the more threatening because both sides were nuclear powers; should that threshold be crossed, who knew where that conflict might lead?

Everywhere one looked geopolitically back in those days, international events seemed to be spinning out-of-control.

My vision of comics then, which for me grew out of the stories written by Stan Lee when I was younger, was to show the fictional world of the X-Canon in terms that somewhat echoed those of the world the stories' creators and readers lived in. Mutants in the X-pantheon were the forces beyond the understanding of “normal” Humanity. “Super heroes,” as exemplified by the Avengers, were understandable. Iron Man was a guy in armor. Thor was a god. Hulk, a guy transformed by nuclear radiation, as the Fantastic Four were by cosmic radiation. Spider-Man, having been created by the bite of a radioactive spider, was slightly creepier but still an understandable one-off. In short, special people created by special—unique—circumstances.

Mutants, as I've said often before, were different. They were *born*. They could be anyone, without warning, without escape—because the trigger was hidden in their genome. They could be our children.

That made people scared, and from being scared to being angry. And from those primal emotions arose the possibilities of even more horrible responses.

Which is the through line that I hope connects the stories presented here. Prior to these issues, one of the X-team's members—Rachel Grey, the daughter of Jean Grey from a future wherein Jean didn't die, grown to inherit her mantle as the young and nascent Phoenix—has disappeared. The team is searching for her throughout New York, without success.

In the process, we focus on Rogue, who first saves some window-washers from death and then, seeing that she looks awful from the previous arc's fight scenes, with her outfit literally torn to shreds, decides to go shopping for replacements. Yes, she's a hero but she's also a young lady; she needs a break and a positive response to all that's happened—and if that's a problem for anyone else, tough! After all, Reed Richards took a pause for a shower and a shave before leading the FF in their final confrontation with the world-destroyer, Galactus. His rationale, if this is indeed the end, let's face it looking our best. Not quite as primal a moment for Rogue, but certainly no less human.

And in that moment, she comes into conflict with a man who's neither mutant nor super-powered; he's an ordinary citizen who's angry and scared by her presence, and who wants her taken into custody by the newly formed team of mutant hunters, X-Factor.

In the same issue, Kurt Wagner (Nightcrawler) is being hunted by a non-mutant mob—much as he was in the issue that introduced him to the Marvel canon—who clearly want to beat him to death. His teammate, Piotr Rasputin (Colossus), confronts the mob in human form to ask what they're doing and why? One man's reply: “It ain't no man. Ain't even human!” Another's: “He's worse'n any crook, mister, he's a mutie!” Kitty Pryde (Shadowcat) steps forward to draw the direct analogy

between this moment and what happened to Jewish people, including her relatives, in Germany under the Nazis, and what happened—and is still happening—in America to Black people.

The scene defines the baseline conflict in real-world terms, between hopefully real-world people.

This to me is the bedrock on which the X-canon rests. This has never been a fulfillment of the long-standing super-hero trope, wherein hero combats villain against a background that is simply that, a background. It's about people trying to fit in—to a society that isn't at all comfortable with their presence.

The key for me has always been, finding a way to belong.

What got me hooked on comics was the way Stan Lee and Jack Kirby and Steve Ditko, Roy Thomas, John Buscema and Neal Adams wove the fictional “reality” of super-hero characters and conflicts into a world that was so very much like the one I lived in. Marvel characters lived in a real city, New York. Many worked for a living and sometimes had trouble paying the rent. They worried about passing tests and took public transit. They weren't all beloved by the general population. So when the chance came for me to follow their lead, that's what I tried to do.

The Marauders were monsters, not because they looked the part—that honor went to Mojo—but because of what they did. They were predators who killed, pure and simple. The lives they took meant nothing to them.

For me, though, the core of the arc rests on the society within which these terrible things occur, wherein you behold these two sets of people who desire the same basic thing, a place to live out their lives in peace. Yet at the same time, one side so fears the other that they'll countenance any act that'll get rid of them.

Held true a century ago. Held true two decades later in the Second World War. Held true when I wrote the stories, close to 40 years ago. And sadly, seems to hold true in many ways and many places, even today.

That's why the X-canon's always meant so much to me—partly as my means of getting all these fears out into the open where readers can look at them and talk about it, agree or disagree. And when that happens, let that discussion give voice to the hope that goes along with all that fear, so the exchange of views might give rise to a brighter, better consensus.

Running away is easy—I've been tempted to do so, and sadly yielded to that temptation, more than once myself—as exemplified by Ororo in issue #212 (“The Last Run”). Even a hero who's also the X-team's leader can have a breaking point. In that instance, seeing so many innocents die and three teammates—*friends*—who she loves wounded horribly, perhaps mortally so, becomes more than she can bear. Strong as she is, she reaches a breaking point; she can't bear any more. So she runs away.

Other things happen in the story but hers is the conflict that truly matters, and which gets resolved by the last person you'd expect—and yet, to me, the one most fitting to do so.

It's not simply the X-crew who face these challenges: This collection opens with *New Mutants Annual* #2, wherein Betsy Braddock (Psylocke) first meets the young students of the Xavier School. The second story, *X-Men Annual* #10, presents the heroes'—X-Men and New Mutants both—second encounter with Mojo and Spiral. Here also occurs the introduction of Longshot to the team.

The Annuals are told—courtesy of the wondrous visuals of Alan Davis and Arthur Adams, respectively—from the perspectives of the kids. They must confront their own personal terrors among all their other emotions and ultimately make choices which help determine the outcomes of both stories. And by extension make the most significant decision of all, to risk life and soul to hopefully save the day for all their friends.

The included monthly issues tell much of what happens after those Annuals, which is where the Marauders come into the picture and the overall mood turns dark as deepest starless space.

Throughout all these stories, there's a running threat, derived not from the events themselves but from their impact on the characters. The thematic core of these adventures isn't derived from the actions themselves—although it's really cool to come up with a top-notch sequence of events that'd make Indiana Jones jealous—but from their effect on the people caught up in them. Mojo is a wonderful adversary, in terms of both character and visual presentation, but it's the choices the New Mutants make in opposition to him that really matter. Sabretooth is utterly malevolent, which presents him as the ideal adversary against whom Psylocke can prove herself to the X-team, not to mention to herself. Malice may lose her hold on Dazzler but—that would be telling. Better you should read what happens for yourself.

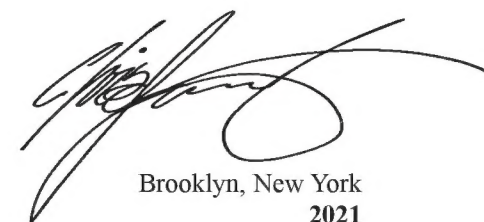
Nothing embodies that creative template more than the last arc presented here, *Fantastic Four vs. the X-Men*, with fantastic art courtesy of Jon Bogdanove & Terry Austin. On the surface, a comparatively simple story, of how two teams—and two archenemies, Reed Richards and Doctor Doom—set aside their differences and work together towards a common goal, to save the life of the youngest X-character, Kitty Pryde. Beneath that surface, though, is a far more fundamental exploration of *trust*. Trust between people who find themselves cast as both friends and adversaries and, most of all, between a family rocked by a revelation that threatens to shatter the bonds between them. Will things ever be the same again, can such fundamental wounds even possibly be healed?

Physical fights are easy—especially so back in the days when these stories were published because the Comics Code Authority that oversaw and defined the thematic structure of the mainstream comics industry required that the heroes *always* win. It's the battles beneath the surface where things get interesting because that's where nuance enters the fray. Heroes can win the punch-outs, only to find themselves haunted by questions about whether their actions are the right ones. Might there not have been a better way to resolve the situation?

Actions have consequences, and from those consequences grow more stories and a hopefully deeper insight into the characters of both heroes and adversaries.

This is what's always excited me about the best of stories, the very best of comics. They make me feel; better, they make me think. I hope, reading through this collection—which contains in my view among the very *best* that my run on the X-canon has to offer—will inspire the same response.

And if that isn't enough—just wait'll you see what happens next.



Brooklyn, New York
2021

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25TH
ANNIVERSARY



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TM
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APPROVED
BY THE
COMICS
CODE
AUTHORITY

THE NEW MUTANTS[®] ANNUAL

GIANT-
SIZED
ANNUAL



LAST
YEAR.

CHAMBEAUX,
SWITZERLAND.

IT'S HARD
TO BE A HERO.

TO CONSTANTLY LAY ONE'S LIFE ON
THE LINE, AGAINST FOES WHO'D TAKE
IT WITHOUT A SECOND THOUGHT.

BATTLES MAY BE WON, BUT
THE WAR NEVER ENDS. AND
THE PRICE OF FAILURE...

...CAN BE
IMMEASURABLE.

BRAVO,
MAM'SELLE!

SUPERB,
BETSY!

ELIZABETH BRADDOCK WAS A HERO.

I LOVE THIS
CAROUSEL.

I WISH SOME-
TIMES I
COULD RIDE IT
ONCE AGAIN...

...WITH A
CHILD'S
JOY...

... A CHILD'S
INNOCENCE.

YOU COMPLETED
THE OLYMPIC SLALOM
COURSE IN NEAR-
RECORD TIME!

SIGH-- HERE I GO AGAIN,
FEELING SORRY FOR MYSELF.

NOT SO LONG AGO,
SHE TOOK UP HER
BROTHER'S MANTLE AS
CAPTAIN BRITAIN.

AND
REALLY,
I'VE NO
REASON
TO.

IT COST HER DEAR.

FORTUNATELY, HOWEVER,
SHE'S A TELEPATH, AND
DOES NOT NEED EYES
TO SEE.

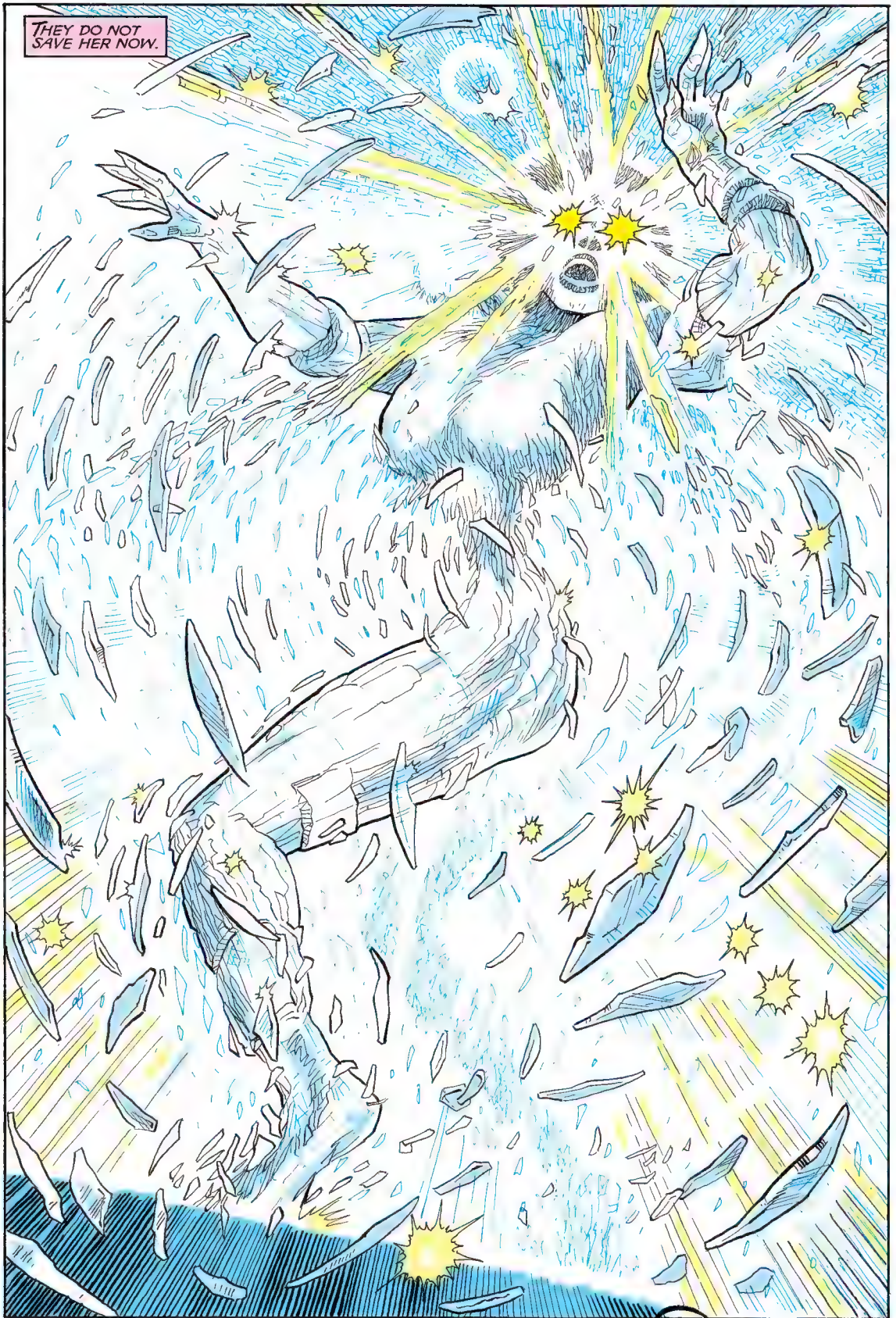
AS PSYLOCKE,
HER MUTANT
POWERS ARE
FORMIDABLE...

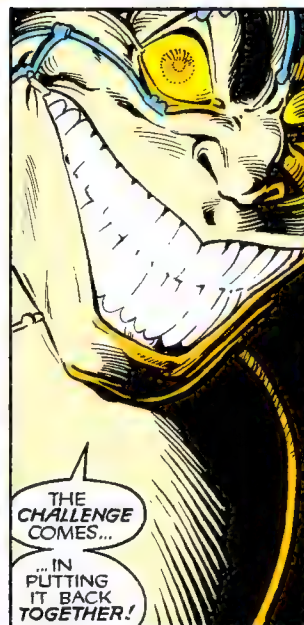
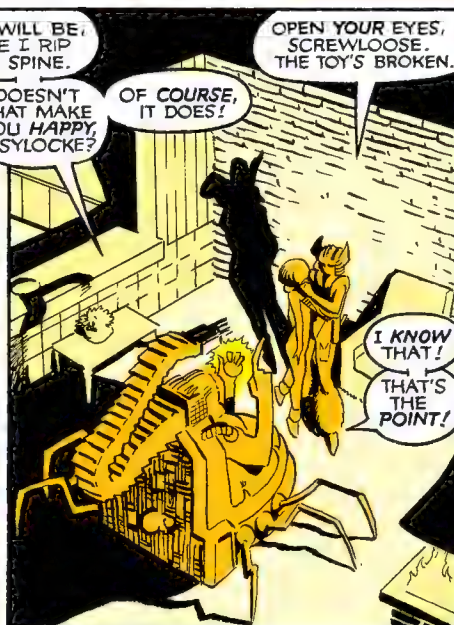
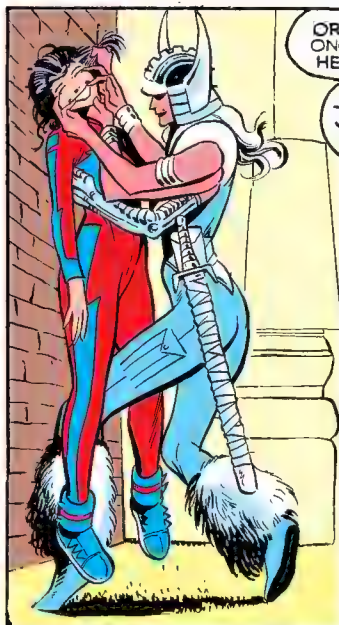
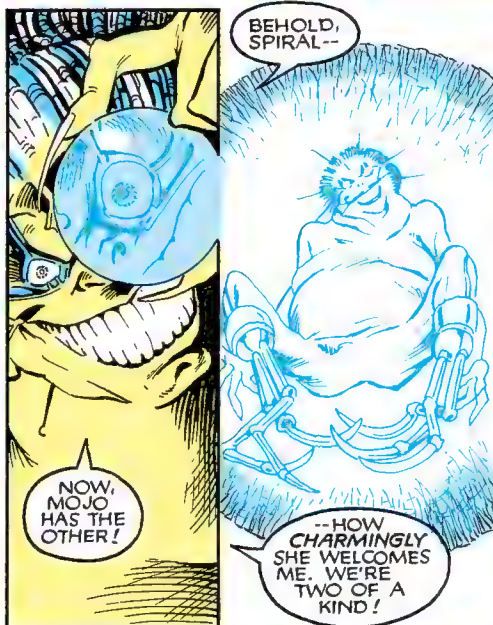
...BUT THEY DID NOT
SAVE HER FROM
BEING BLINDED.

SOMEONE'S HERE--

"NO!"

THEY DO NOT
SAVE HER NOW.





STAN
LEE
PRESENTER

CHRIS
CLAREMONT
WRITER

ALAN
DAVIS
ARTIST

TOM
ORZECOWSKI
LETTERER

GLYNIS
OLIVER
COLORIST

ANN
NOCENTI
EDITOR

JIM
SHOOTER
EDITOR IN CHIEF

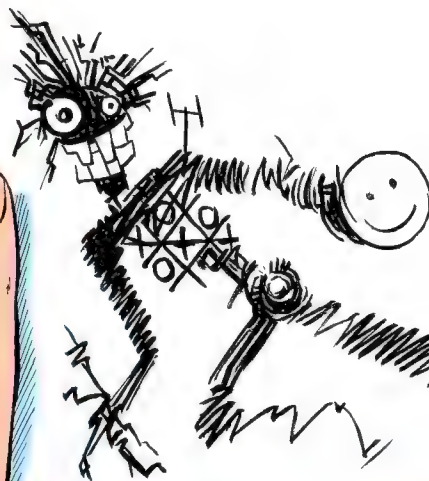
CHRIS CLAREMONT
& BOB McLEOD
CREATORS

LAST
MONTH.

Professor ~~Charles~~
XAVIER'S SCHOOL
for Gifted Youngsters

GRAYMALKIN LANE
SALEM CENTER, NEW YORK
SECRET HOME OF THE NEW MUTANTS
BIG FAT HARRY DEAL!!

WHY DO WE DO THESE
THINGS WE DO?!



WHO THE
HECK
KNOWS?!



WHO THE HECK CARES?!!



NICE SHOT.

A TERRIFIC METAPHOR FOR MY LIFE.

PROBLEMS, DOUG?

NO.

YEAH.

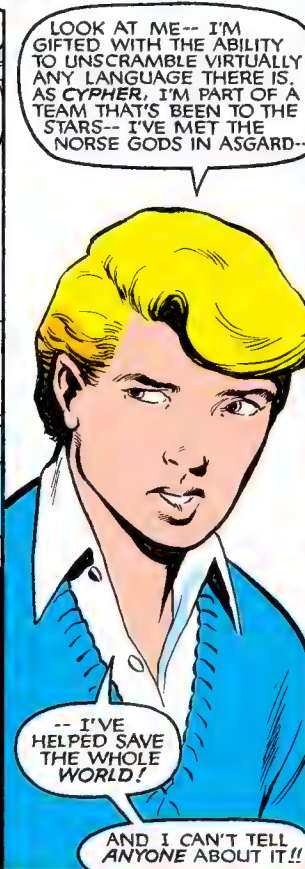


WANT TO TALK?

NO! YEAH.

Oh, GEEZ, DANI--I KNOW THIS SOUNDS STUPID--

-- BUT SOMETIMES, BEING A MUTANT DRIVES ME CRAZY!



LOOK AT ME-- I'M GIFTED WITH THE ABILITY TO UNSCRAMBLE VIRTUALLY ANY LANGUAGE THERE IS. AS CYPHER, I'M PART OF A TEAM THAT'S BEEN TO THE STARS-- I'VE MET THE NORSE GODS IN ASGARD--

-- I'VE HELPED SAVE THE WHOLE WORLD!

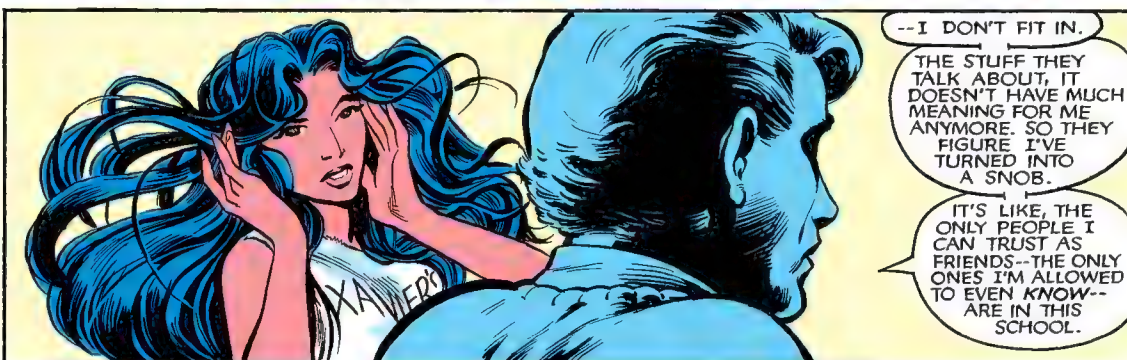
AND I CAN'T TELL ANYONE ABOUT IT!!



NOT A WORD, NOT EVEN TO MY PARENTS.

BECAUSE I'M AFRAID THEY'LL THINK I'M CRACKERS-- OR, WORSE, COME AFTER ME AS 'PUBLIC ENEMY NUMBER ONE.

WHEN I'M IN TOWN, HANGING OUT-- WITH KIDS WHO WERE MY PALS BEFORE I TRANSFERRED HERE--



--I DON'T FIT IN.

THE STUFF THEY TALK ABOUT, IT DOESN'T HAVE MUCH MEANING FOR ME ANYMORE. SO THEY FIGURE I'VE TURNED INTO A SNOB.

IT'S LIKE, THE ONLY PEOPLE I CAN TRUST AS FRIENDS--THE ONLY ONES I'M ALLOWED TO EVEN KNOW-- ARE IN THIS SCHOOL.



LAST WEEK.

ACROSS
THE WORLD...



... A NEW ANIMATED
TELEVISION SERIES...

MEGGAN--
THAT
"PSYLOCKE"
CHARACTER--
IT'S BETSY!!

... MAKES IT'S DEBUT.

GET 'EM,
SPIRAL!

LEGGO!

DARLA'S
IN LOVE
AGAIN!

BORRRING!

YUCKO!

MOJO--
MY HERO!!!

ENTITLED
WILDWAYS...

I'M
SPIRAL!

AND I,
GENTLE-
BEINGS,
AM MOJO
LIFE-
BRINGER!

AND I'M
PSYLOCKE--
WELCOME TO
OUR
WORLD!

... IT'S AN
INSTANT,
RUNAWAY
SUCCESS!

YO, BOBBY--
AH THOUGHT
MAGNUM, P.I.
WAS YOUR
FAVORITE
SHOW ?!

NOT ANY-
MORE, SAM.
THE POOR
BOY IS
HOOKED!

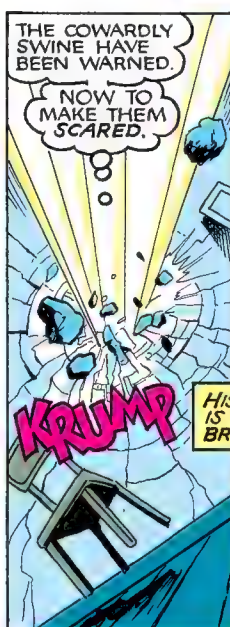
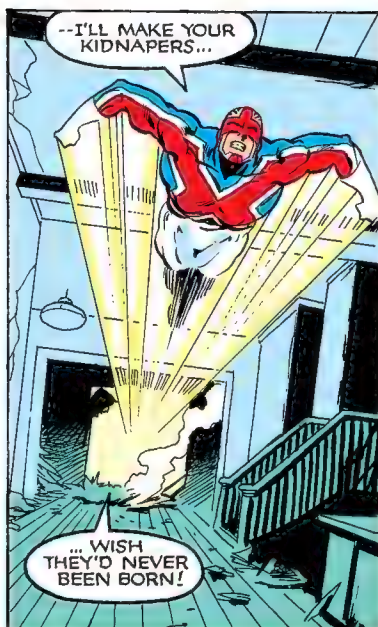
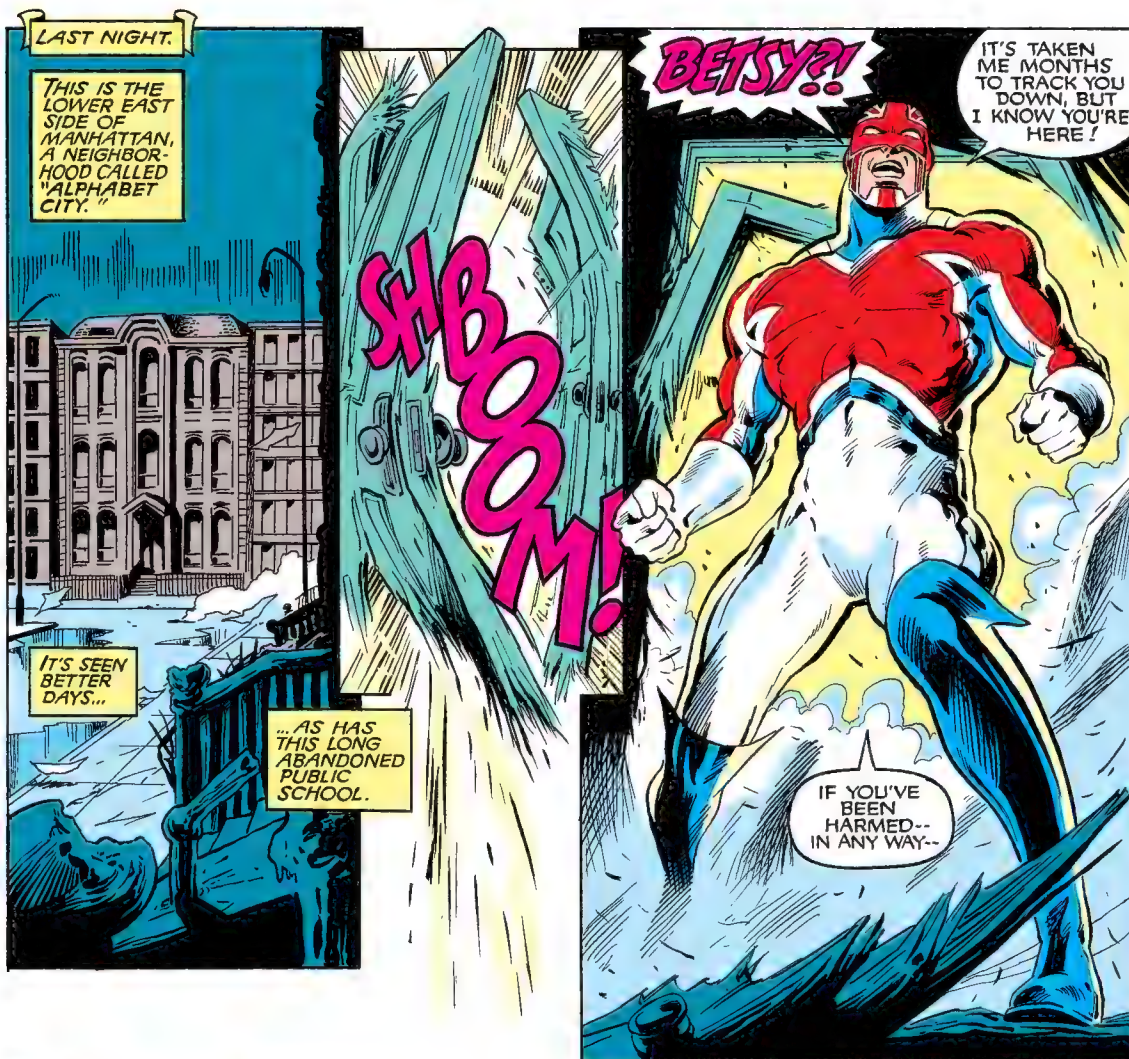
PSYLOCKE
IS SO
BEAUTIFUL...

...LIKE AN
ANGEL!

LEONG, NGA-- DINNER!

UN MOMENT,
SHAN!

WHEN OUR TV
FRIENDS
GO HOME!







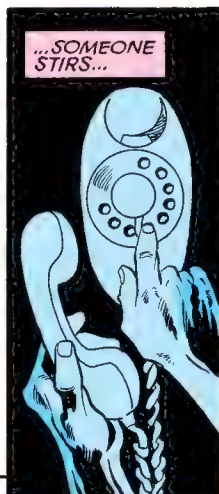
LAST NIGHT.

AN HOUR'S DRIVE
NORTH OF THAT
DERELICT SCHOOL...

... ALL IS QUIET
AND STILL AND
WONDROUSLY
PEACEFUL AT
PROFESSOR
XAVIER'S.



BUT, AMIDST
THE SILENCE...



...SOMEONE
STIRS...



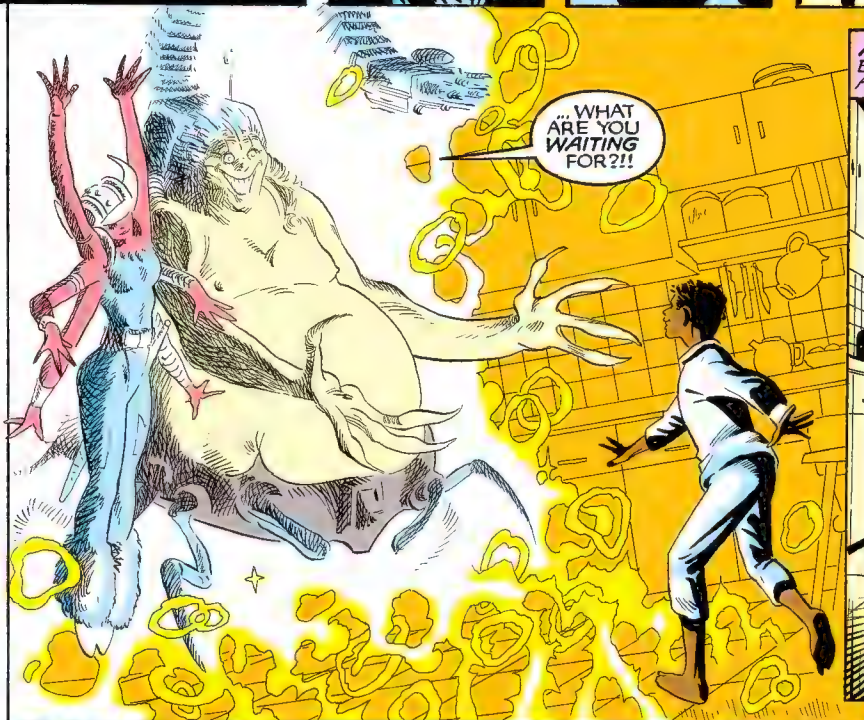
HELLO-- DO YOU
WANT TO WALK
THE WILDWAYS?

YES--
--oh,
PLEASE--



--YES!

WELL THEN,
YOUNGSTER...



...WHAT
ARE YOU
WAITING
FOR?!!

AND, IN A
BURST OF LIGHT
AND LAUGHTER...

BOBBY DACOSTA--SUNSPOT--
MAKES HIS CHOICE...

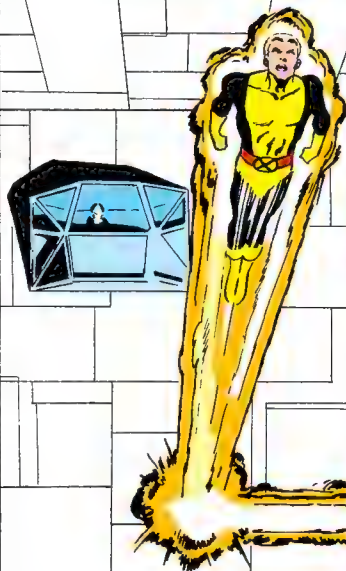


...LEAVING THE
VENERABLE
MANSION ONCE
MORE STILL...

... AS IF NOTHING
WHATSOEVER
HAS HAPPENED.

NOW!

HERE IN THE DANGER ROOM-- HEART OF A SPRAWLING COMPLEX BURIED 30 METERS BELOW GROUND--

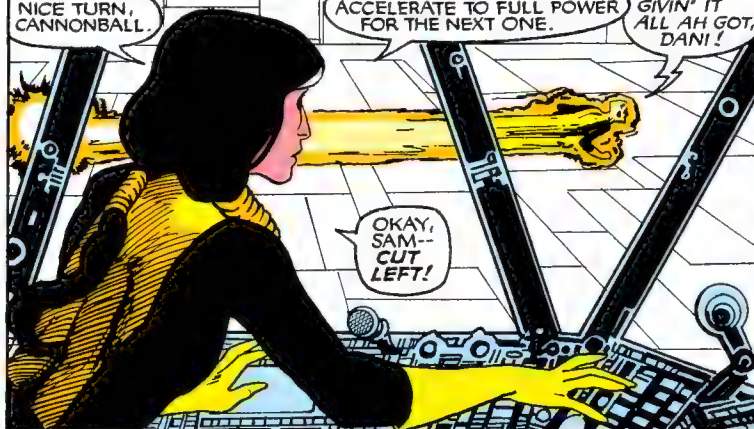


--THE NEW MUTANTS HONE THEIR VARIOUS POWERS AND SKILLS, BOTH AS INDIVIDUALS AND A TEAM.

NICE TURN, CANNONBALL.

ACCELERATE TO FULL POWER FOR THE NEXT ONE.

GIVIN' IT ALL AH GOT, DANI!



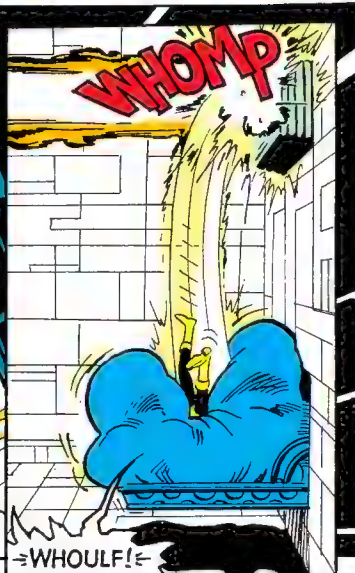
OKAY, SAM-- CUT LEFT!

AND LEFT AGAIN!



AH CAN'T!

TOO CLOSE TO THE WALL-- AH'M GONNA--



WHOMP

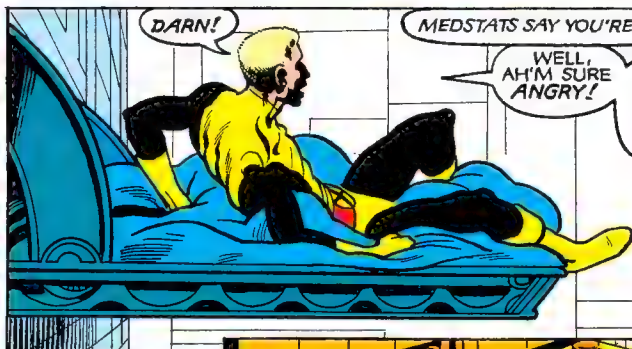
WHOUF!

DARN!

MEDSTATS SAY YOU'RE UNHURT, SAM.

WELL, AH'M SURE ANGRY!

AH USED TO BE ABLE TO CUT TURNS TIGHTER 'N THAT, EASY!



TIME TO FACE FACTS, PARTNER. ALL OF US WHO ENCOUNTERED THE BEYONDER*...

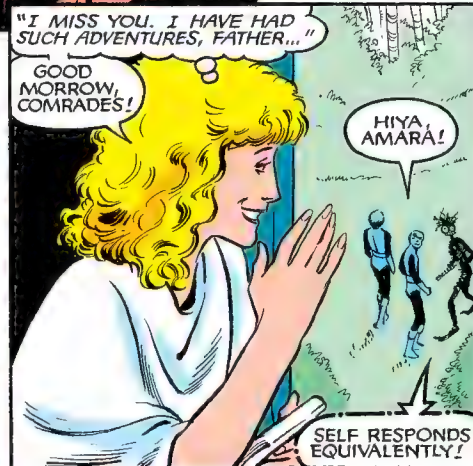
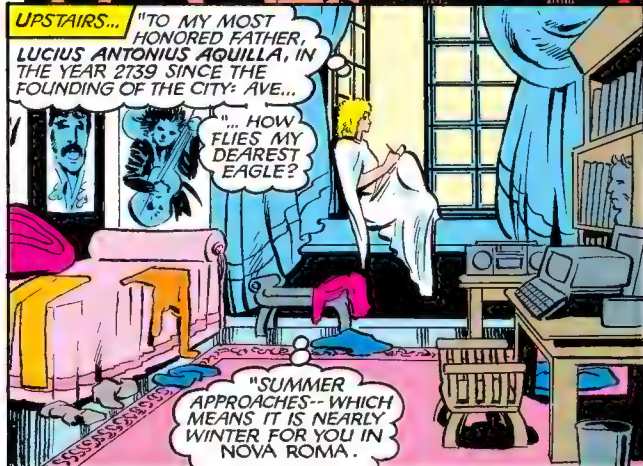
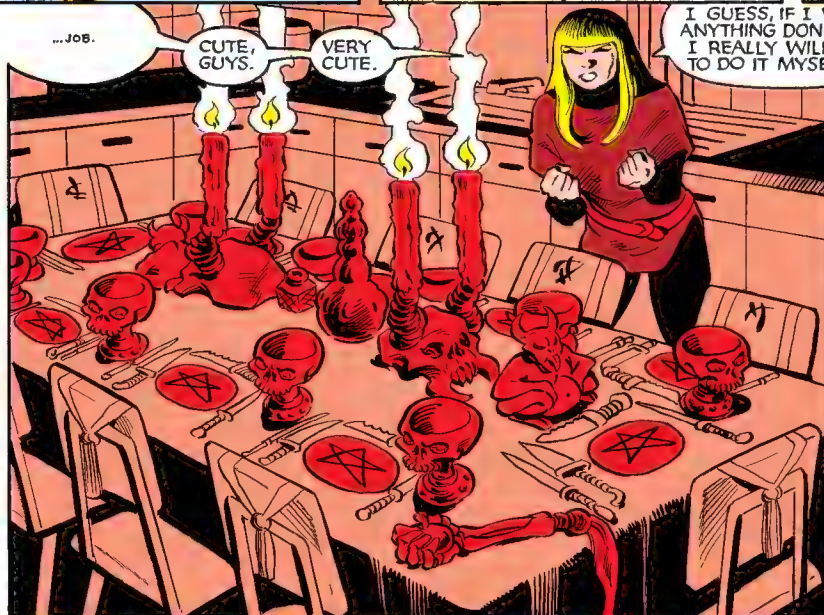
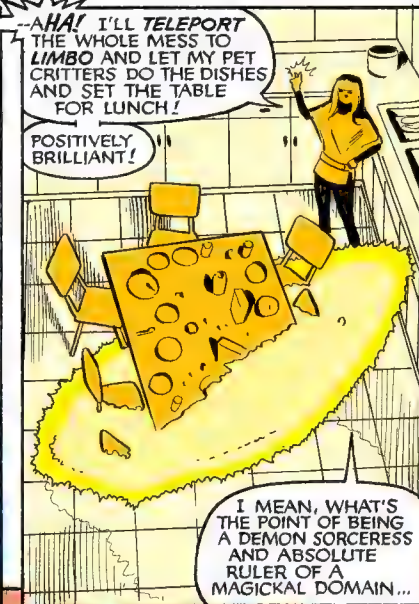
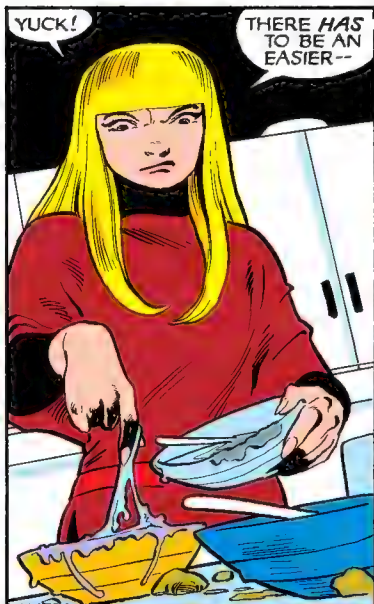
*NM #37 & SW II #9--A.

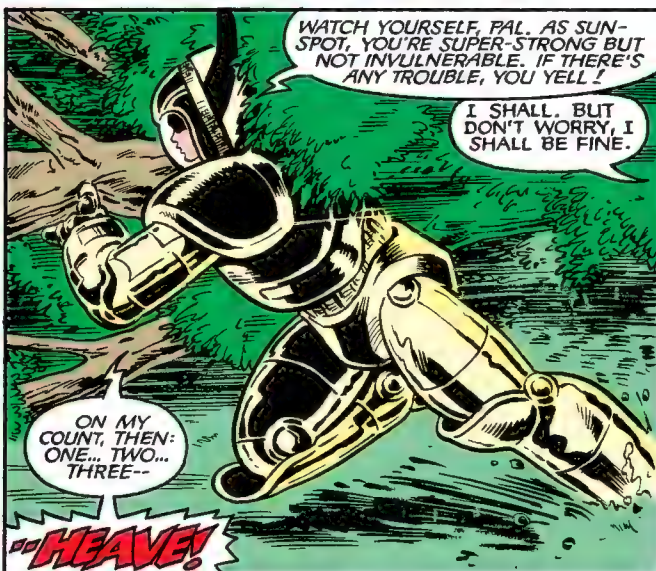
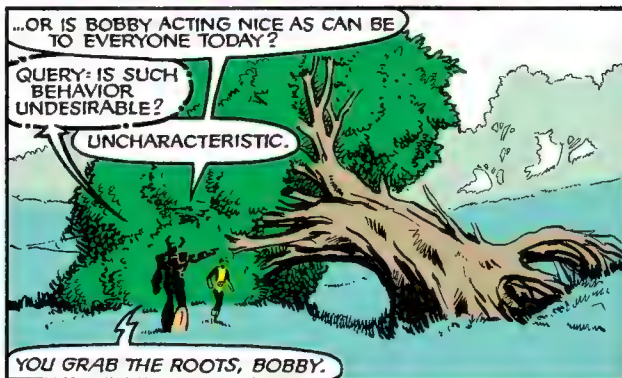
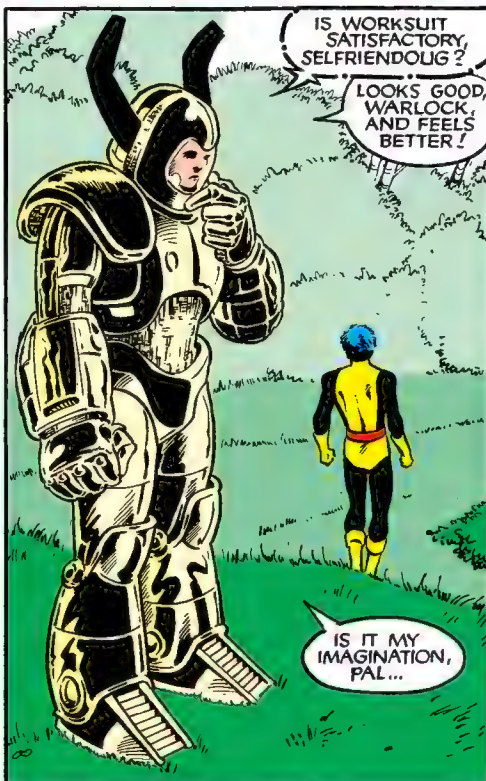
"... HAVE SUFFERED A MARKED DETERIORATION IN OUR SKILLS. EXCEPT FOR SUNSPOT, WE'VE REGRESSED TO THE PERFORMANCE LEVEL WE ESTABLISHED WHEN WE FIRST ENTERED THE SCHOOL. OUR MINDS KNOW WHAT TO DO, SAM-- BUT OUR BODIES HAVE FORGOTTEN HOW."

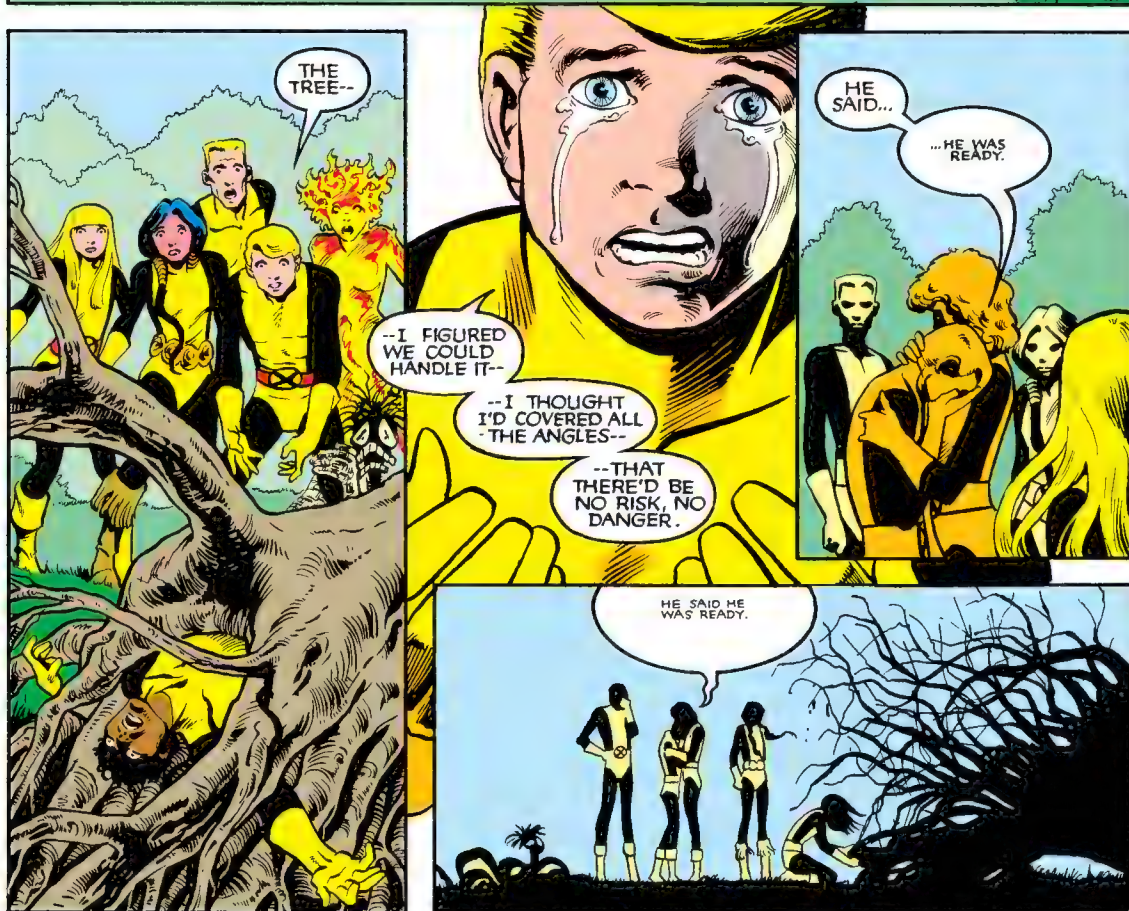
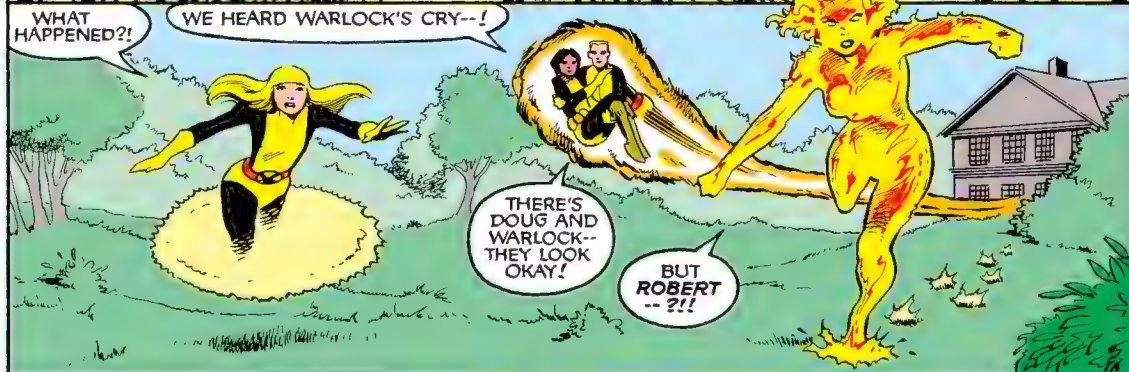
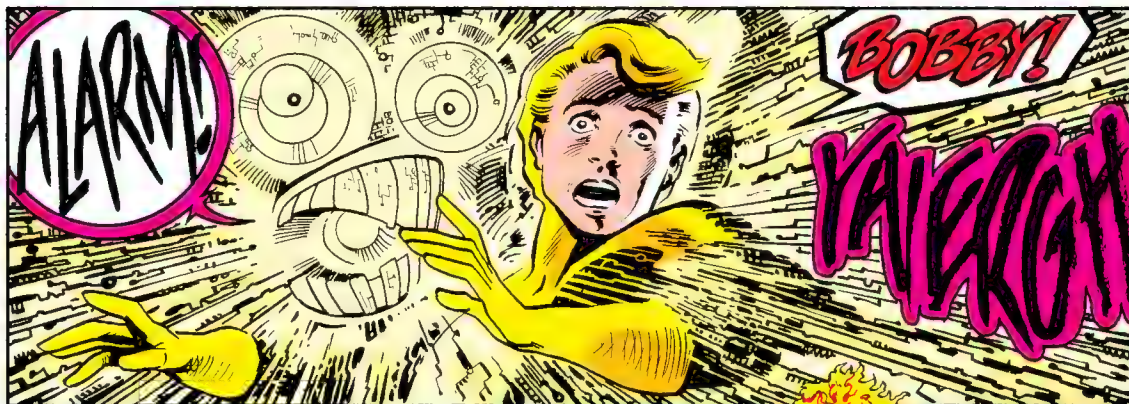
MEANWHILE, UPSTAIRS...

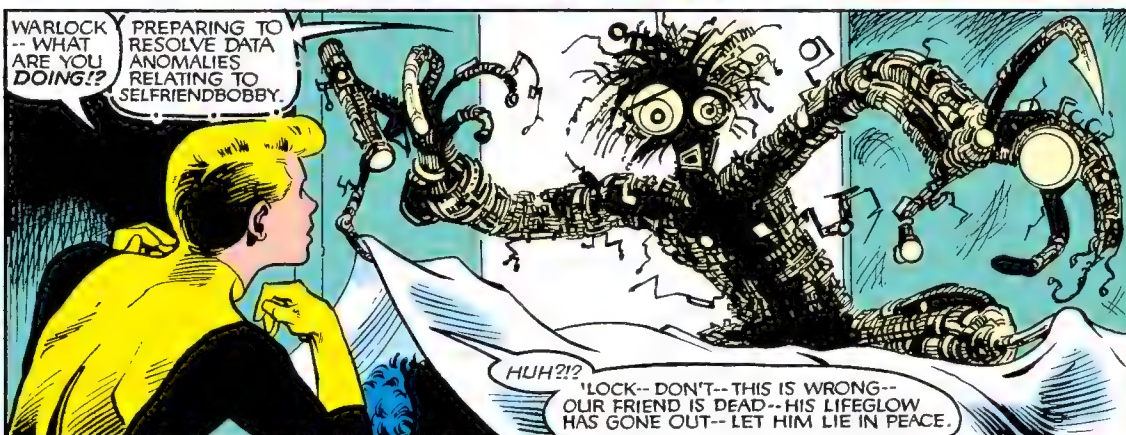


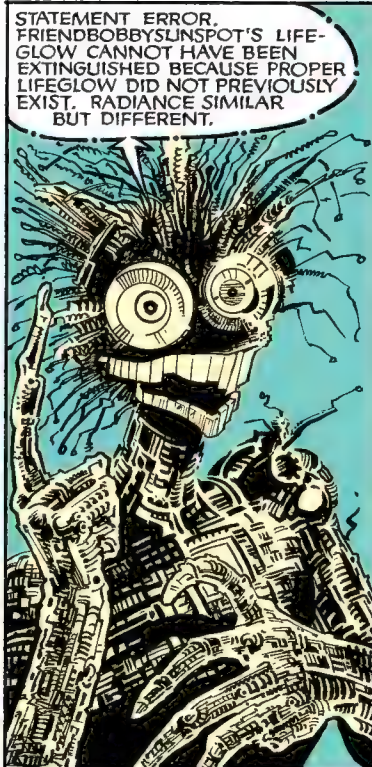
...IT'S ILLYANA RASPUTIN'S TURN TO CLEAR THE BREAKFAST TABLE.











STATEMENT ERROR.
FRIENDBOBBYSUNSPOT'S LIFE-
GLOW CANNOT HAVE BEEN
EXTINGUISHED BECAUSE PROPER
LIFEGLOW DID NOT PREVIOUSLY
EXIST. RADIANCE SIMILAR
BUT DIFFERENT.



WHAT
ARE YOU
SAYING...

UNKNOWN.
REMAINS TO BE
ESTABLISHED.
WILL SELFRIENDOUG
AID SELF IN
PERFORMING
ANALYSIS?

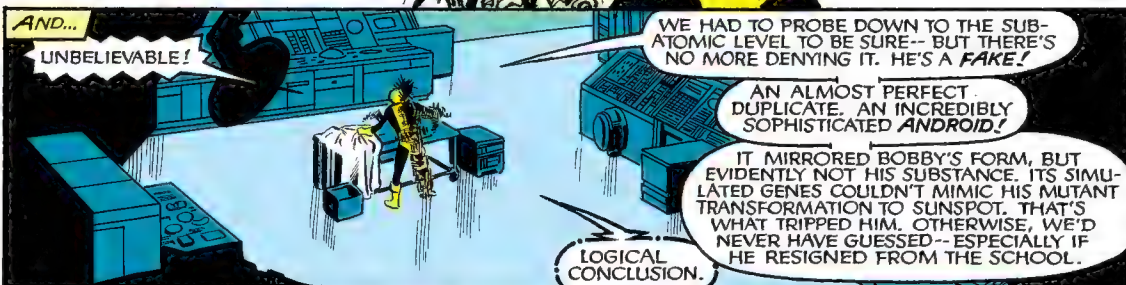
YOU'RE REALLY
DETERMINED.

...THAT THIS
ISN'T BOBBY?!

FRIENDOUG ALWAYS
STATES: "WHEN SOME-
THING FEELS FUNNY, YA
GOTTA WORK IT OUT."



ALL RIGHT,
PARTNER.
I'LL FOLLOW
YOUR LEAD.



AND...

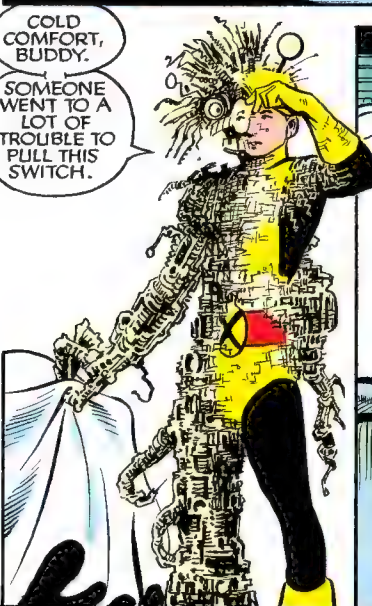
UNBELIEVABLE!

WE HAD TO PROBE DOWN TO THE SUB-
ATOMIC LEVEL TO BE SURE-- BUT THERE'S
NO MORE DENYING IT. HE'S A **FAKE!**

AN ALMOST PERFECT
DUPLICATE. AN INCREDIBLY
SOPHISTICATED **ANDROID!**

IT MIRRORED BOBBY'S FORM, BUT
EVIDENTLY NOT HIS SUBSTANCE. ITS SIMU-
LATED GENES COULDN'T MIMIC HIS MUTANT
TRANSFORMATION TO SUNSPOT. THAT'S
WHAT TRIPPED HIM. OTHERWISE, WE'D
NEVER HAVE GUESSED-- ESPECIALLY IF
HE RESIGNED FROM THE SCHOOL.

LOGICAL
CONCLUSION.



COLD
COMFORT,
BUDDY.

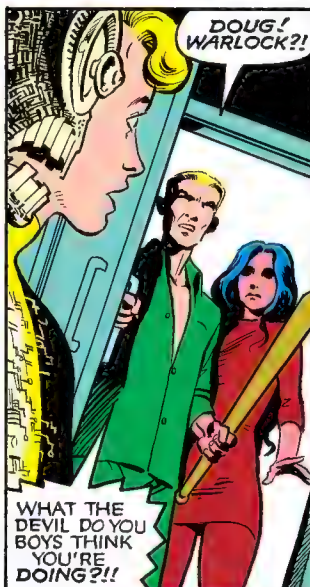
SOMEONE
WENT TO A
LOT OF
TROUBLE TO
PULL THIS
SWITCH.



CAN'T BE FOR A
GOOD REASON.

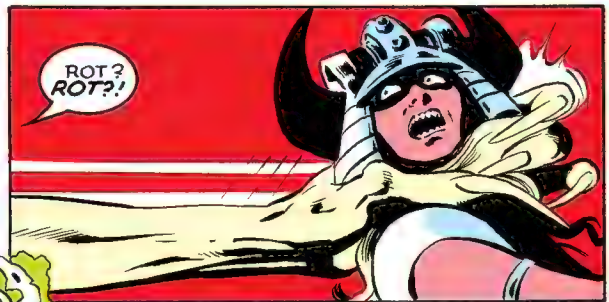
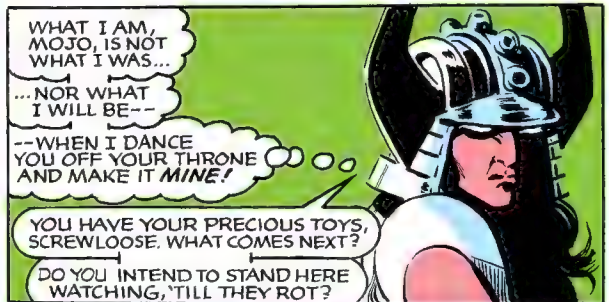
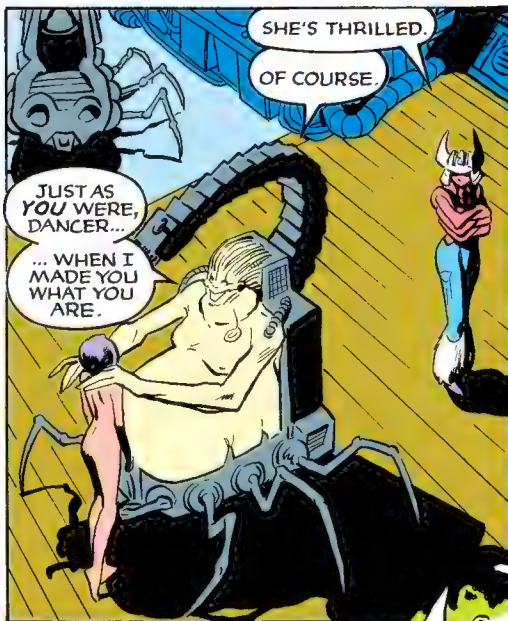
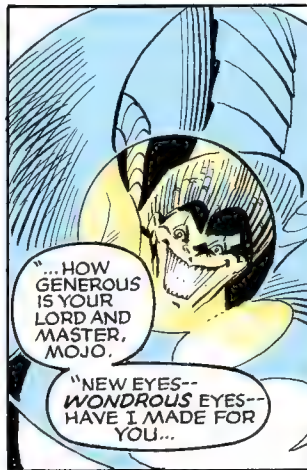
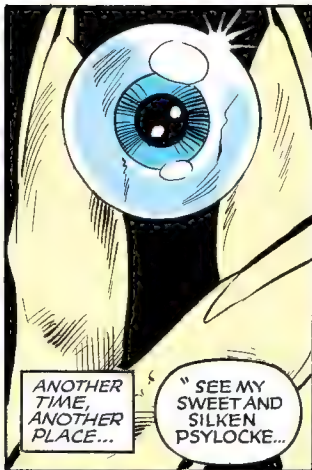
THEN, SELF AND
SELFRIENDTEAMMATES
SHALL LEARN REASON.
FIND MISSING SELFRIEND
BOBBYSUNSPOT AND
RESCUE HIM.

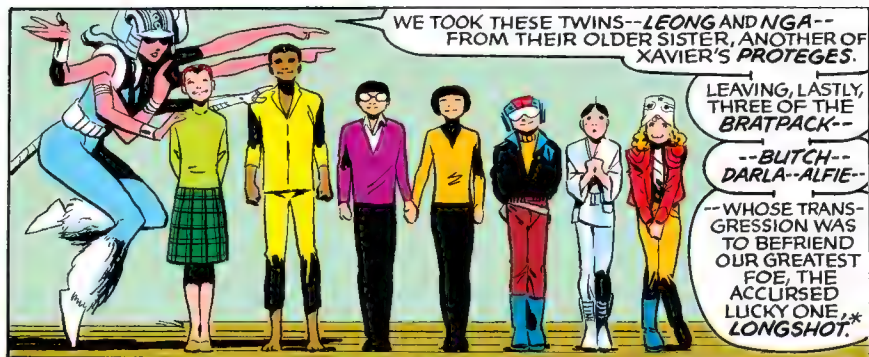
JUST
LIKE THAT?
YOU MAKE
IT SOUND
SO EASY.



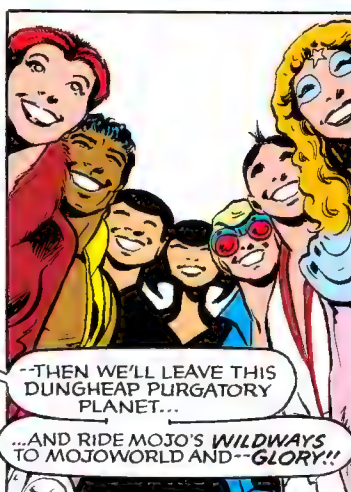
DOUG!
WARLOCK?!

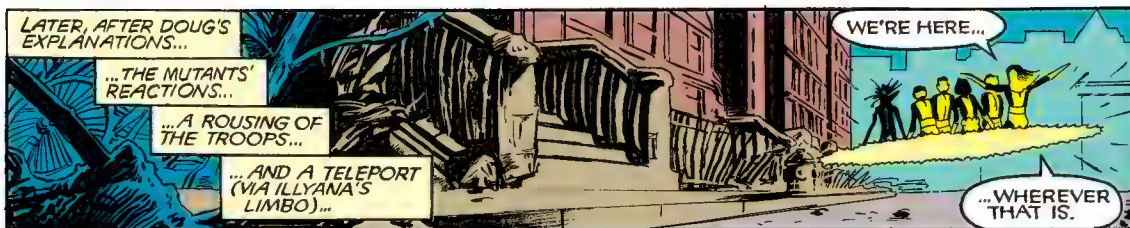
WHAT THE
DEVIL DO YOU
BOYS THINK
YOU'RE
DOING?!!

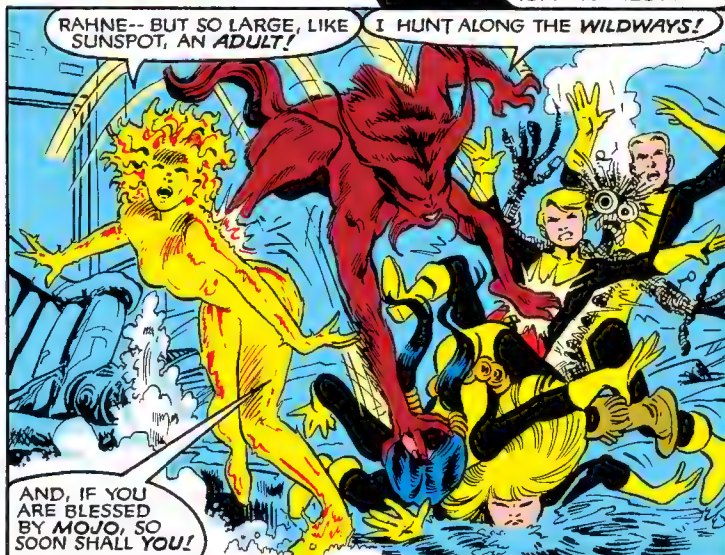
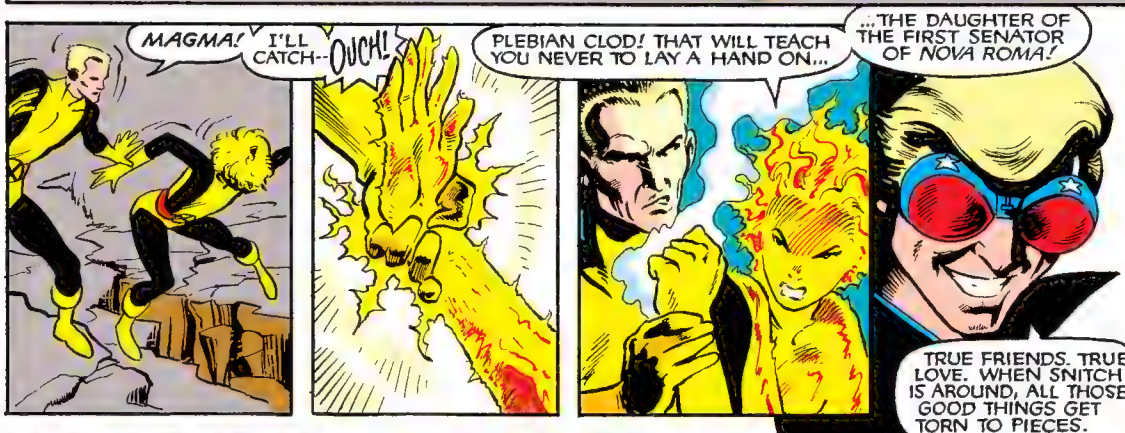


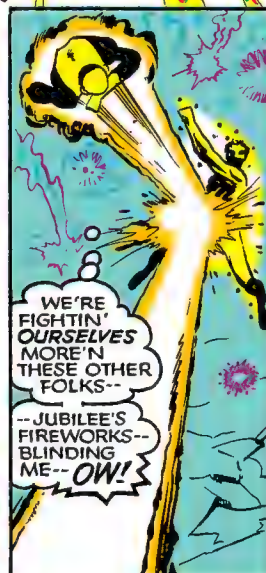
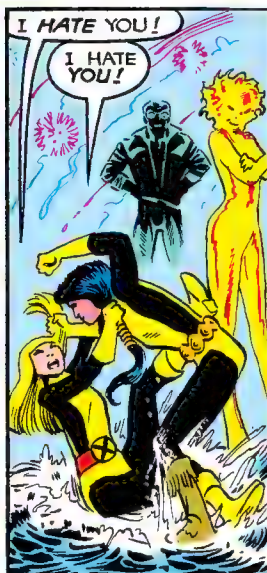
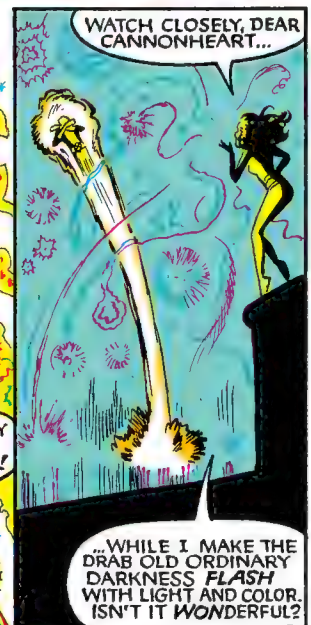
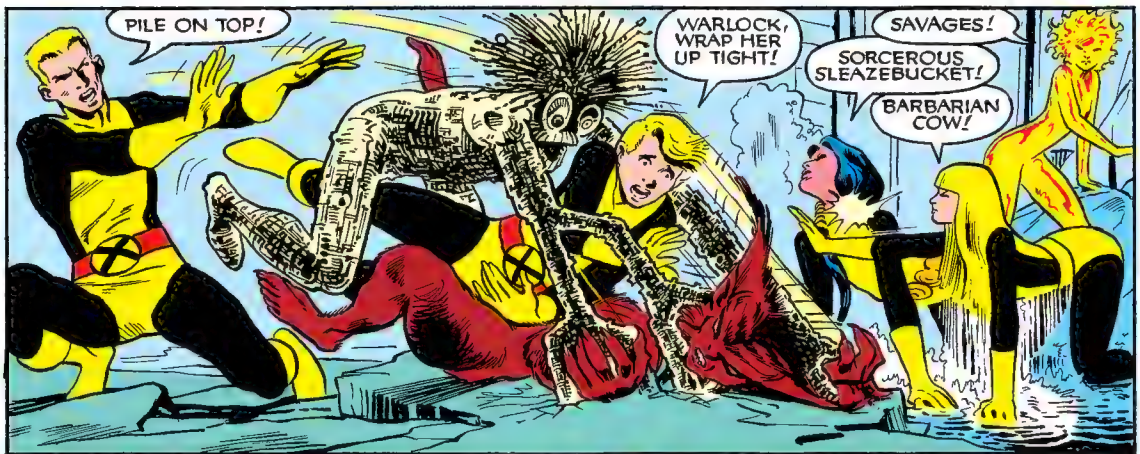


* SEE LONGSHOT LIMITED SERIES

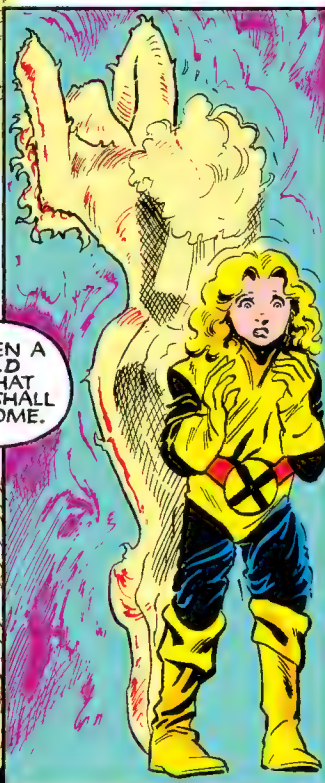
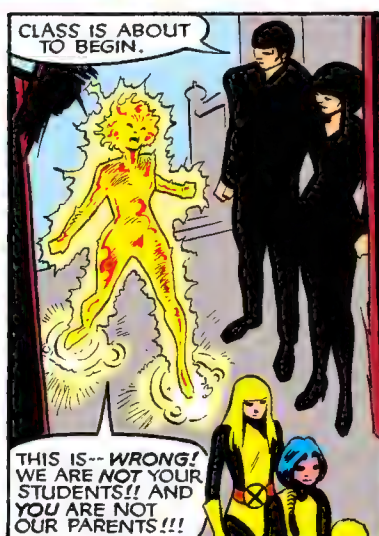
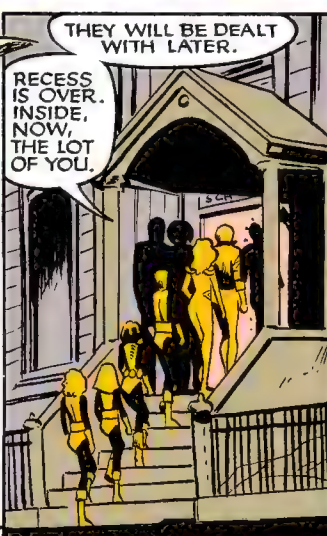
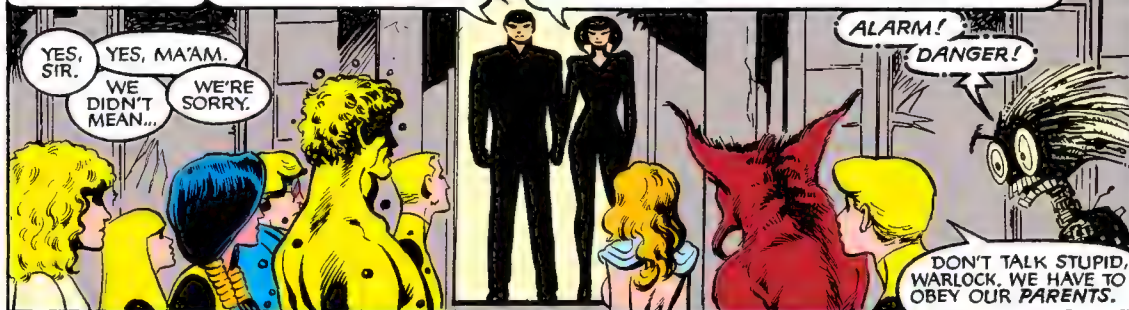


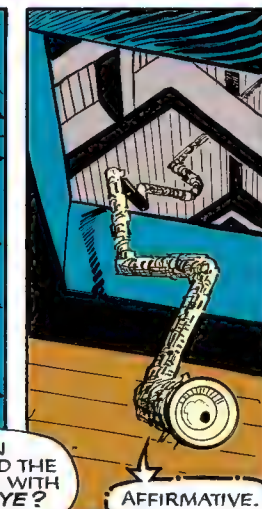
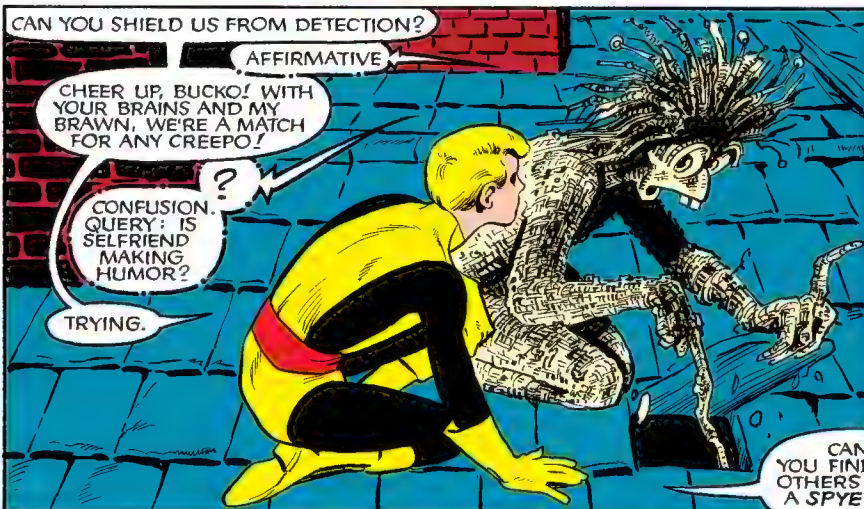
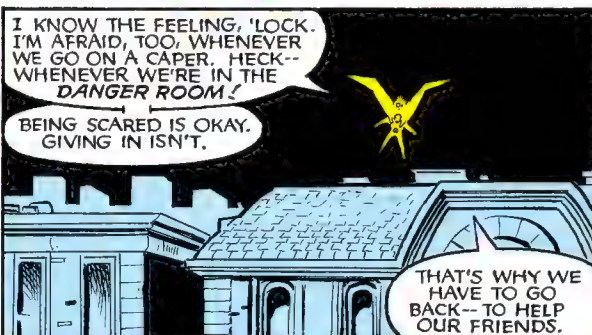
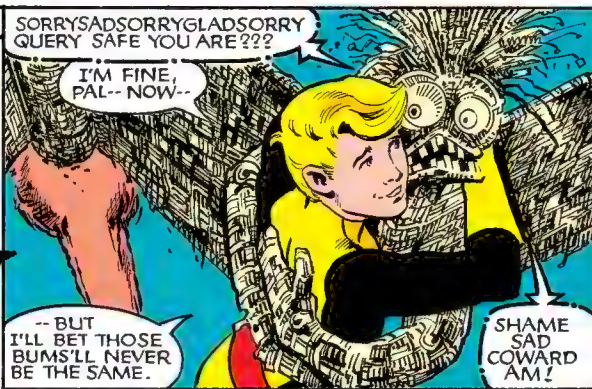
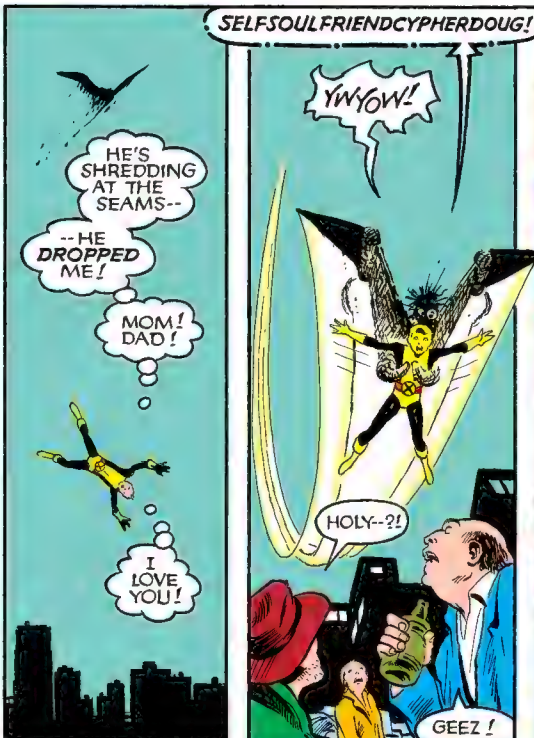
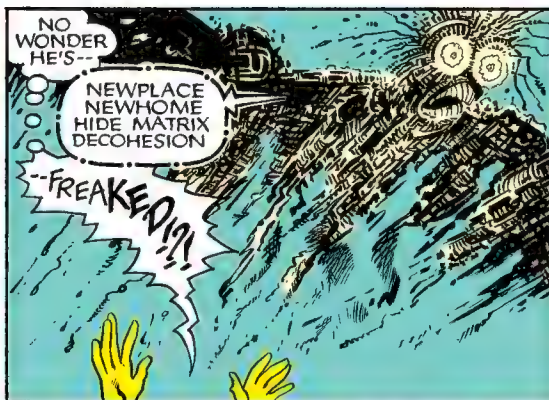
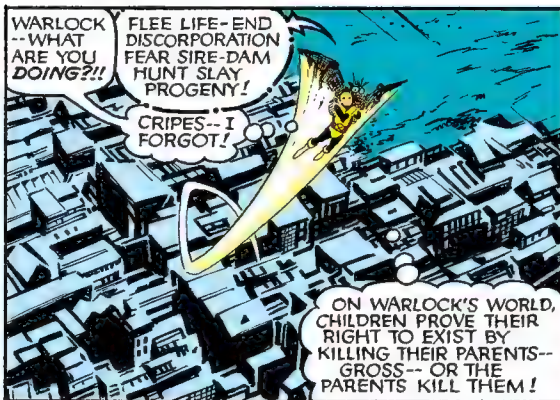


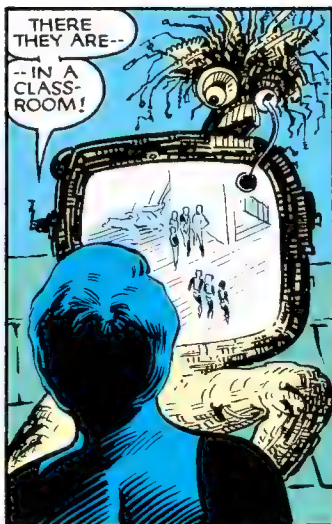




WE ARE *TEMPLATE*. YOU SHALL DO AS WE SAY... ...LIKE THE GOOD LITTLE BOYS AND GIRLS YOU ARE.







THERE
THEY ARE--
--IN A
CLASS-
ROOM!



"THEY MUST BE UNDER TEMPLATE'S CONTROL-- WARLOCK,
LOOK! WHAT THE HECK HAVE THEY DONE TO AMARA?!"

CHILDREN, YOU ARE
ABOUT TO EMBARK
ON THE GREATEST
ADVENTURE YOU
HAVE EVER KNOWN--

--IS THAT NOT
WONDERFUL?

Oh,
PLEASE!

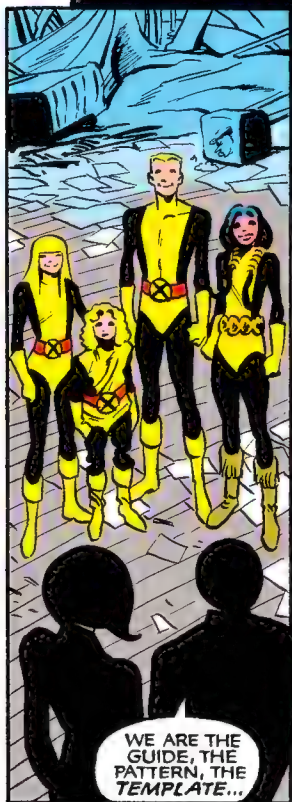
Oh,
YES!

WE
CAN'T
WAIT!



CHILDREN
YOU ARE--
DUTIFUL AND
OBEDIENT BUT
NOT YET FULLY
FORMED, YOUR
POWER FAR FROM
REALIZED.

THAT IS OUR
POWER--TO SHAPE
THE SOFT AND
MALLEABLE CLAY
OF YOUR FLESH
AND SPIRIT AS WE
DEEM FIT, AND
IN OUR MASTER'S
IMAGE.



...WHO SHALL
TRANSFORM
YOU INTO
ADULTS...

...FIT-- AND EAGER-- TO
JOIN THE BRATPACK ON
MOJO'S WILDWAY!

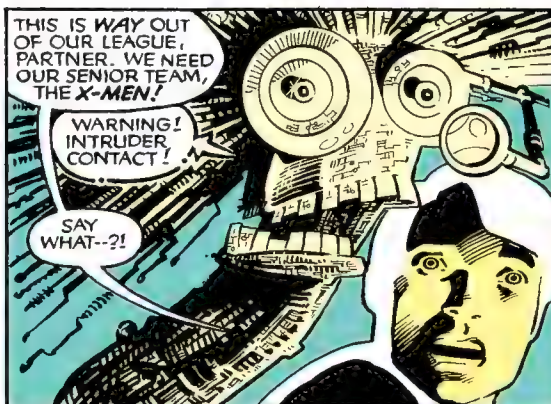
... PERFECT
IN FORM AND
FEATURE...

WE ARE THE
GUIDE, THE
PATTERN, THE
TEMPLATE...

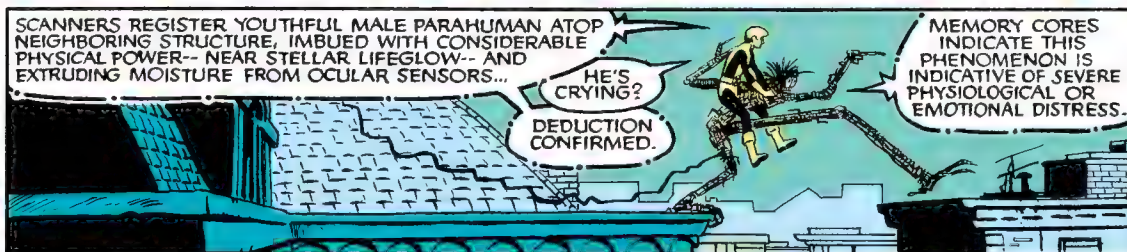




HOLEEE-- !?!
THEY'RE SO--
BEAUTIFUL! LIKE
MICHELANGELO
STATUES COME TO
LIFE. BUT, STILL...
WE SCREW
UP, 'LOCK--
THEY GET
AHEAD OF US--
WE'LL END UP
THE SAME
WAY.



THIS IS WAY OUT
OF OUR LEAGUE,
PARTNER. WE NEED
OUR SENIOR TEAM,
THE **X-MEN!**
WARNING!
INTRUDER
CONTACT!
SAY
WHAT--?!



SCANNERS REGISTER YOUTHFUL MALE PARAHUMAN ATOP
NEIGHBORING STRUCTURE, IMBUED WITH CONSIDERABLE
PHYSICAL POWER-- NEAR STELLAR LIFEGLOW-- AND
EXTRUDING MOISTURE FROM OCULAR SENSORS...

HE'S
CRYING?
DEDUCTION
CONFIRMED.

MEMORY CORES
INDICATE THIS
PHENOMENON IS
INDICATIVE OF SEVERE
PHYSIOLOGICAL OR
EMOTIONAL DISTRESS.



CONTACT
ESTABLISHED.

HE'S A KID,
YOUNGER'N
ME!

SCARED STIFF, TOO--
HE'S CLUTCHING THAT
HELMET LIKE HIS LIFE
DEPENDS ON IT.



NO SIGNS
OF CUTS OR
BRUISES, I
DON'T THINK
HE'S HURT.

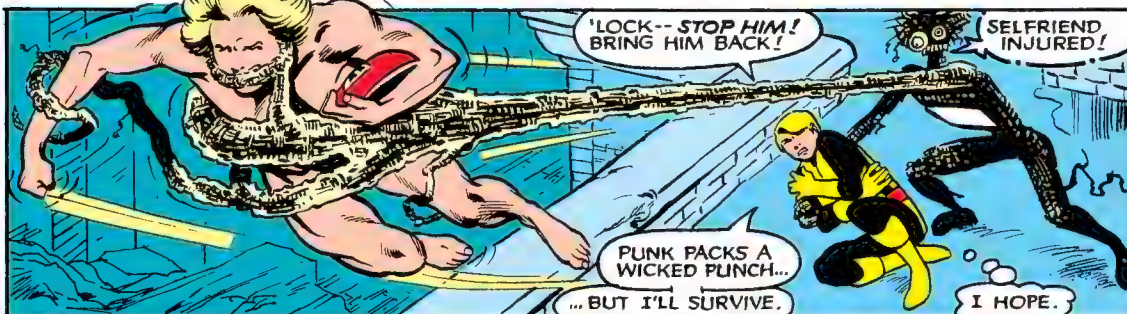
HIYA,
FELLA.
I'M...



GET
AWAY!

LEAVE
ME
ALONE!!

THWAM!



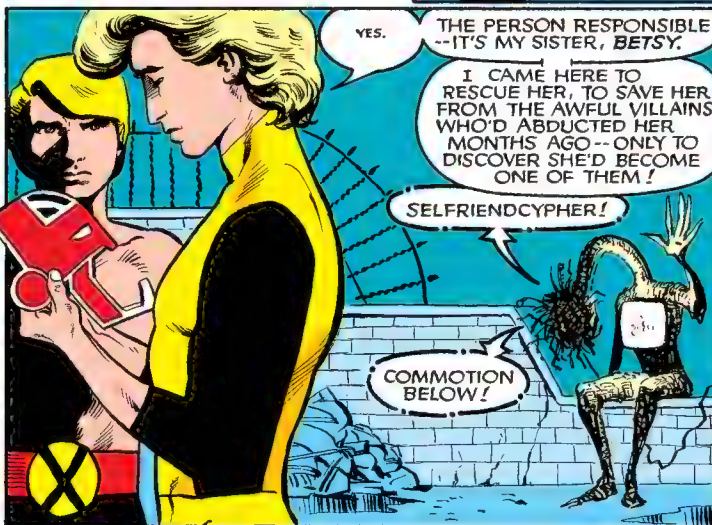
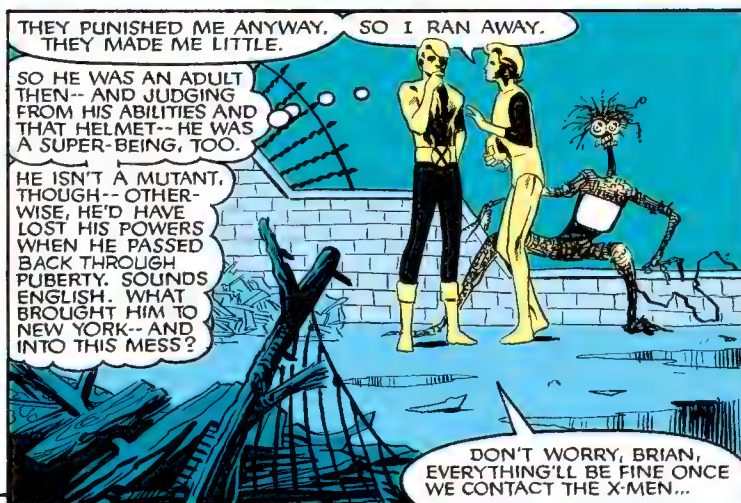
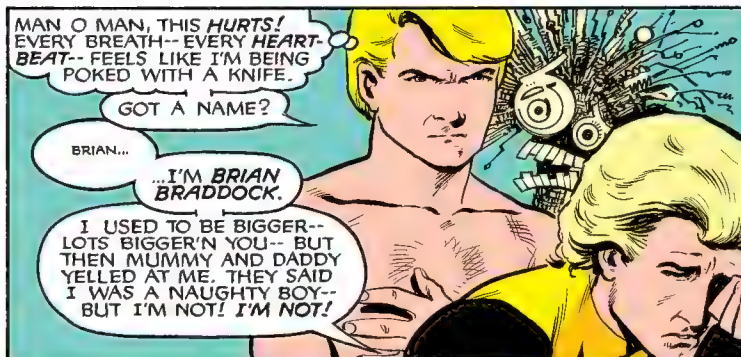
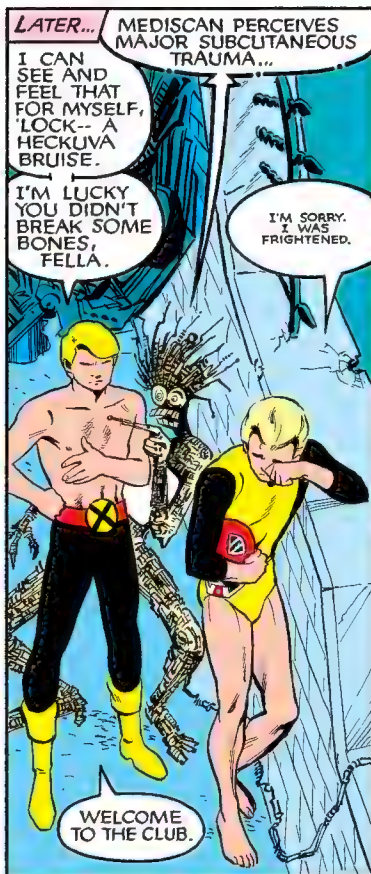
'LOCK-- STOP HIM!
BRING HIM BACK!

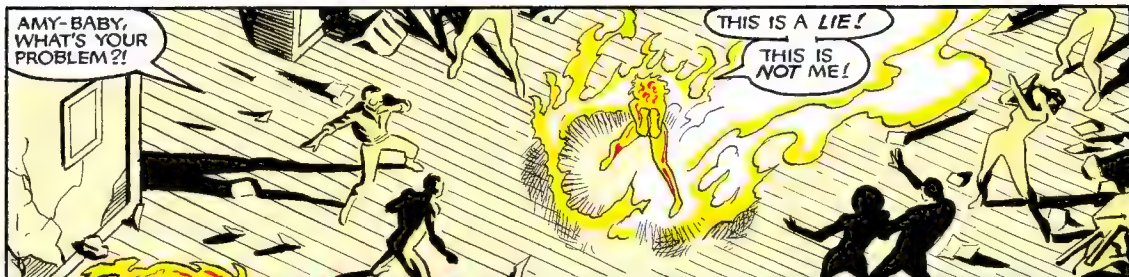
SELFRIEND
INJURED!

PUNK PACKS A
WICKED PUNCH...

... BUT I'LL SURVIVE.

I HOPE.





AMY-BABY,
WHAT'S YOUR
PROBLEM?!

THIS IS A LIE!

THIS IS
NOT ME!

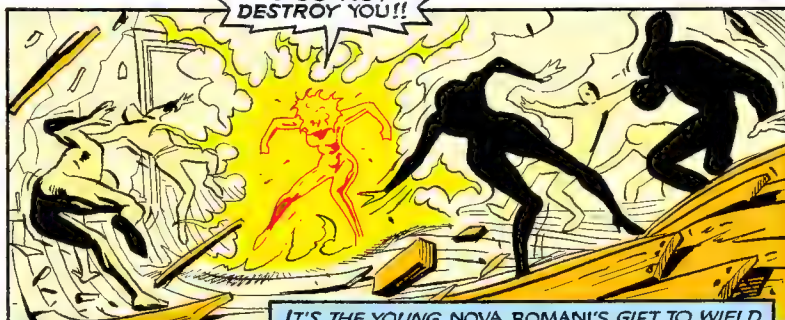


I AM
NO ONE'S
SLAVE!!

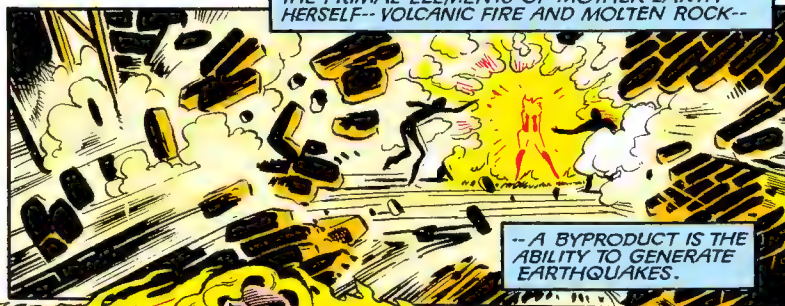
YOU CANNOT
DEFY US, AMARA.

BE
THANKFUL,
DEVILS--

-- I DO NOT
DESTROY YOU!!



IT'S THE YOUNG NOVA ROMANI'S GIFT TO WIELD
THE PRIMAL ELEMENTS OF MOTHER EARTH
HERSELF-- VOLCANIC FIRE AND MOLTEN ROCK--



-- A BYPRODUCT IS THE
ABILITY TO GENERATE
EARTHQUAKES.

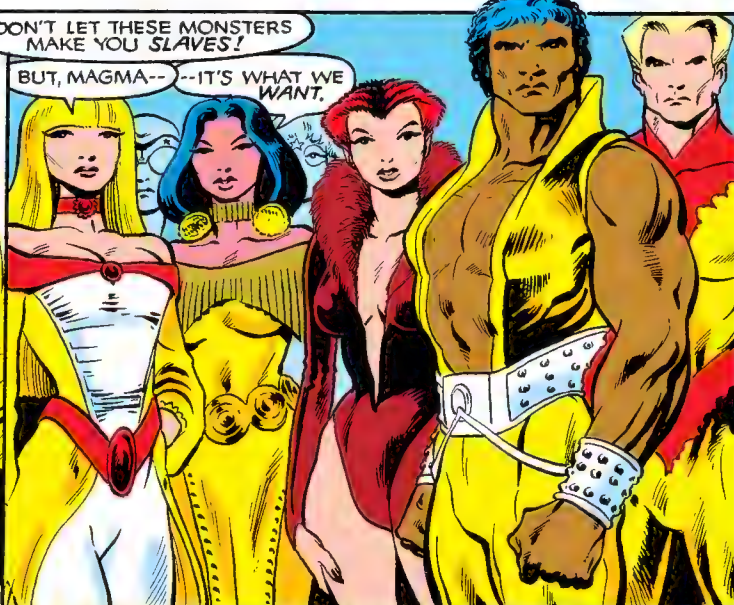
BUT THOUGH
AMARA WINS
FREE OF
TEMPLATE'S
CONTROL, HER
VICTORY IS A
PYRRHIC ONE--



-- FOR SHE IMMEDIATELY
REVERTS TO THE LITTLE
GIRL THEY'D ORIGINALLY
REGRESSED HER TO, AND
THEREBY, ONCE MORE,
LOSES HER MUTANT
POWERS.



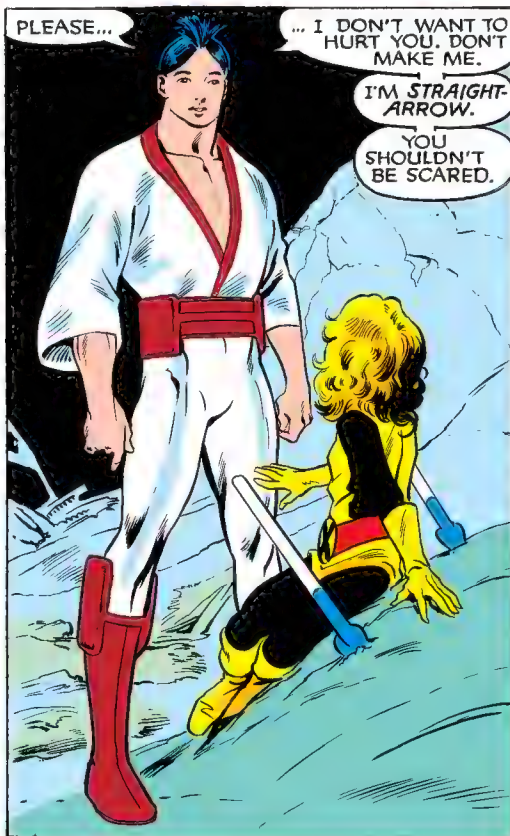
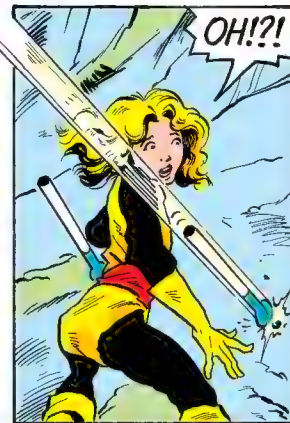
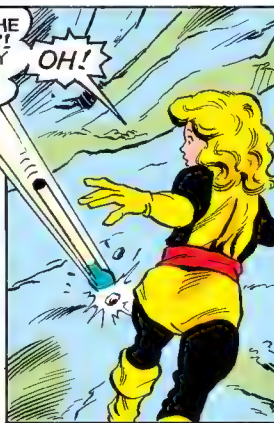
REACH INTO YOUR SOULS-- REMEMBER WHO YOU WERE-- IF YOU FIGHT, YOU CAN BE FREE--





WHERE'S THE BRATPACK?! WHICH WAY SHOULD I RUN?!!

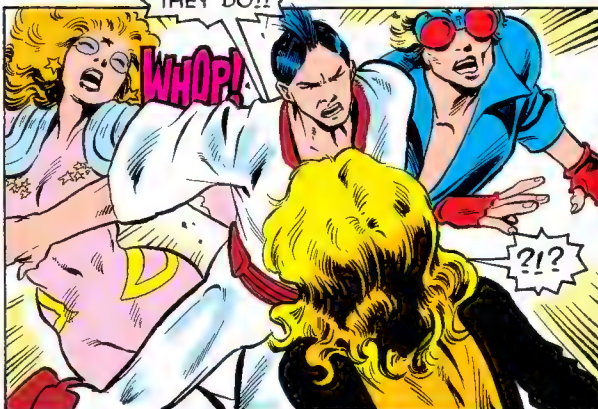
OH!



I WANT NO PART OF IT!

AND FOLKS KNOW BEST.

THE DEVIL THEY DO!!



WHO ARE YOU?!

CAN'T YOU GUESS?

A KNIGHT IN BORROWED ARMOR--

-- FIGHTING WITH BORROWED COURAGE.

MEANWHILE...

COAST CLEAR?

AFFIRMATIVE.

BRIAN'S CREATING A PRETTY FAIR DIVERSION.

LET'S DO AS WELL WITH OUR JOB.

THERE'S THE PRINCIPAL'S OFFICE. BRI SAID HIS SIS IS...

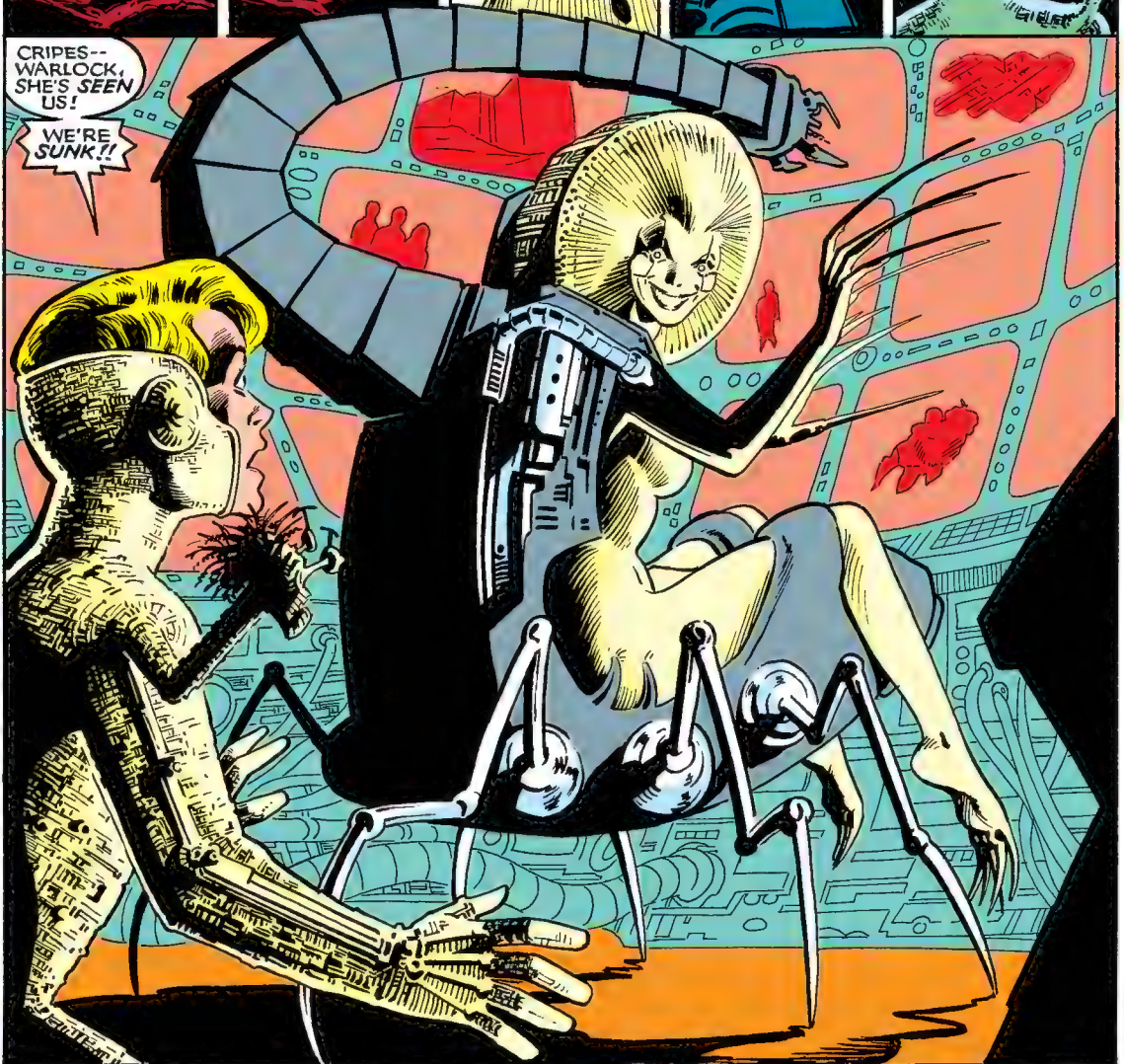
...INSIDE.

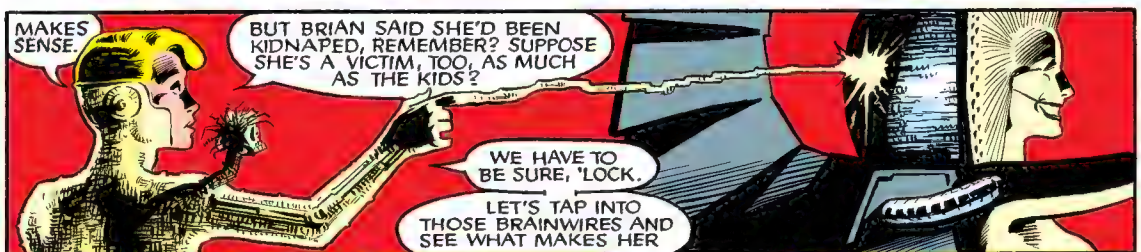
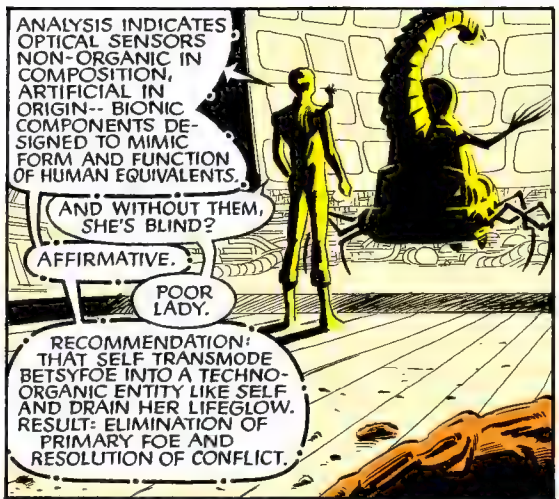
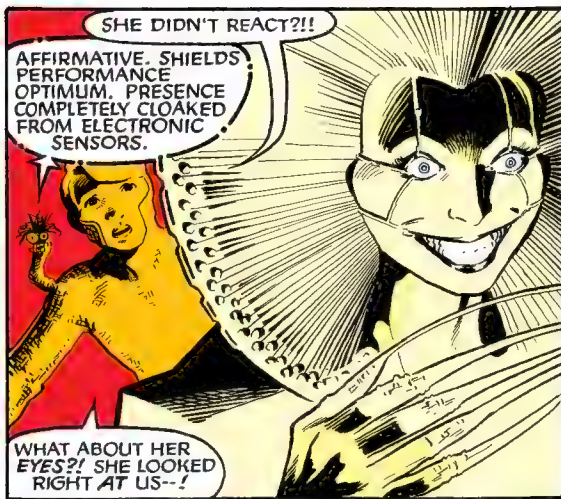
SHIELDS UP?

FULL INTENSITY.

CRIPES--WARLOCK, SHE'S SEEN US!

WE'RE SUNK!!







MEANWHILE...

I'M SORRY, AMARA. I CAN'T FLY YOU OVER THESE BUILDINGS OR AROUND THEM, I HAVEN'T THE STRENGTH.

WE'LL HAVE TO TRY ON FOOT.



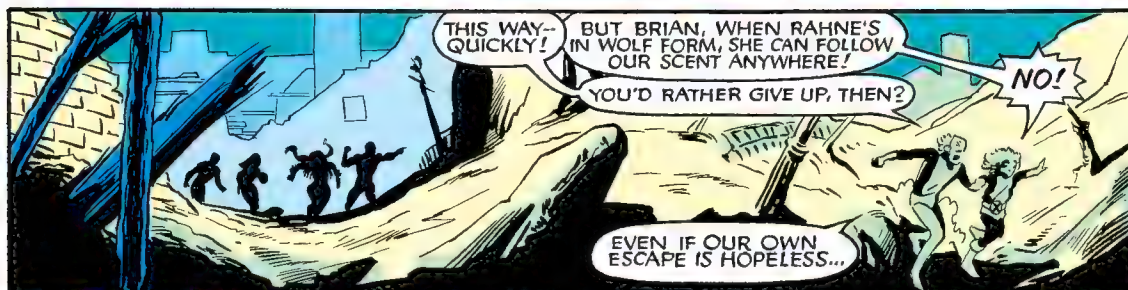
NO SIGN OF THE BRATPACK. PERHAPS WE'VE GIVEN THEM THE SLIP?

THERE-- ONCE WE REACH THAT STREET...



... WE SHOULD BE SAFE ENOUGH IN THE...

...CROWD.



THIS WAY-- QUICKLY!

BUT BRIAN, WHEN RAHNE'S IN WOLF FORM, SHE CAN FOLLOW OUR SCENT ANYWHERE!

YOU'D RATHER GIVE UP, THEN?

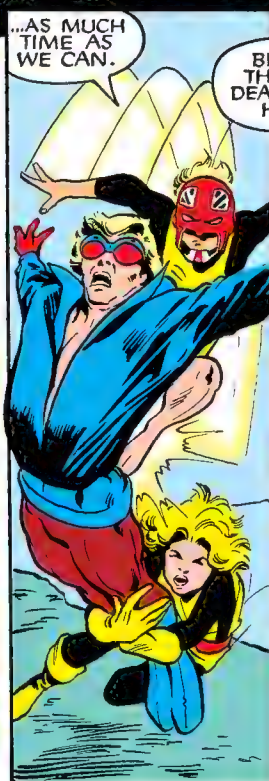
NO!

EVEN IF OUR OWN ESCAPE IS HOPELESS...

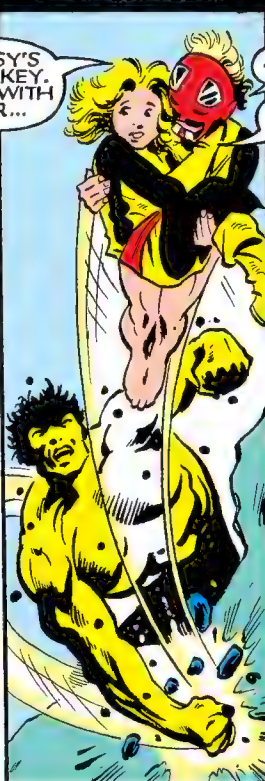


...AS MUCH TIME AS WE CAN.

...WE HAVE TO BUY YOUR FRIENDS, DOUGLAS AND WARLOCK...



BETSY'S THE KEY. DEAL WITH HER...

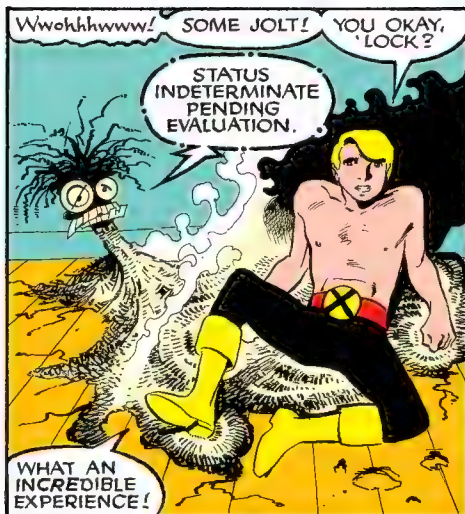


...AND THE BATTLE'S TRULY WON!

YOU HOPE.



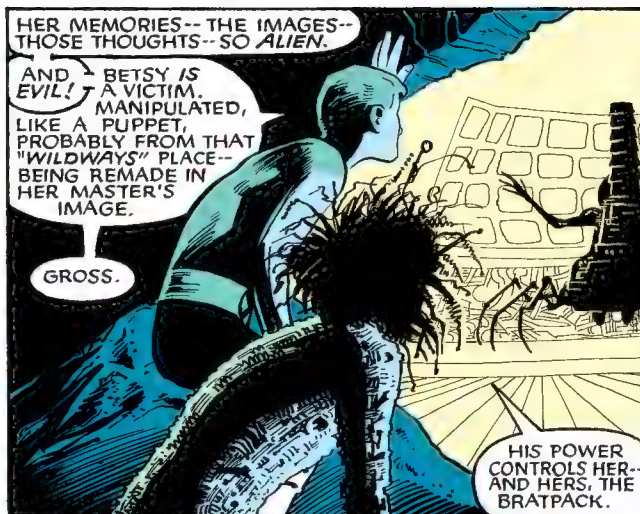
HAVE WE A CHOICE?



Wwehkhwww! SOME JOLT! YOU OKAY, 'LOCK?

STATUS INDETERMINATE PENDING EVALUATION.

WHAT AN INCREDIBLE EXPERIENCE!

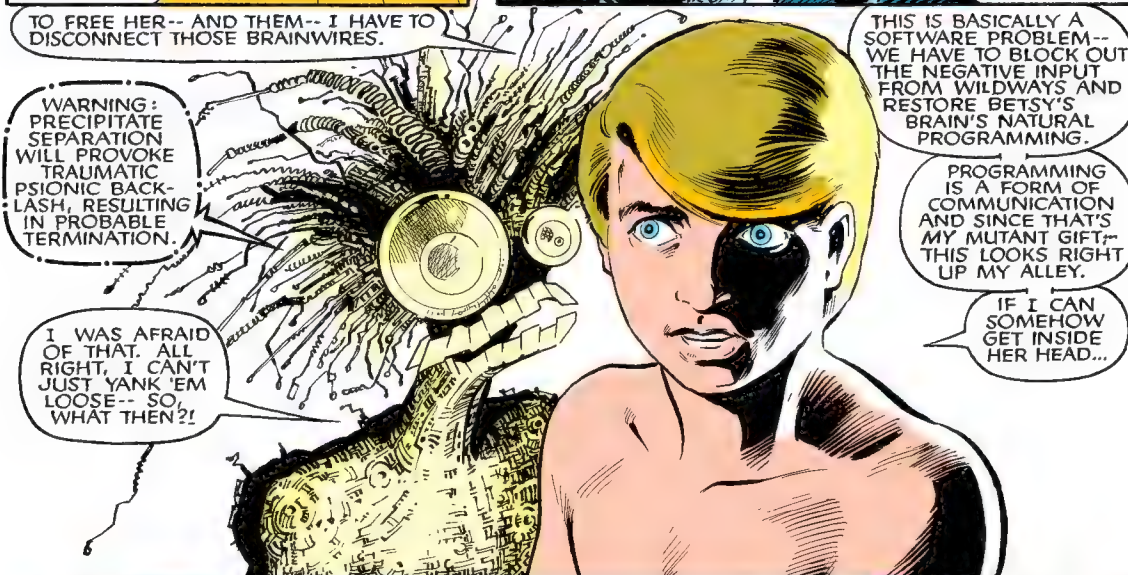


HER MEMORIES-- THE IMAGES-- THOSE THOUGHTS-- SO ALIEN.

AND BETSY IS EVIL! A VICTIM. MANIPULATED, LIKE A PUPPET, PROBABLY FROM THAT "WILDWAYS" PLACE-- BEING REMADE IN HER MASTER'S IMAGE.

GROSS.

HIS POWER CONTROLS HER-- AND HERS, THE BRATPACK.



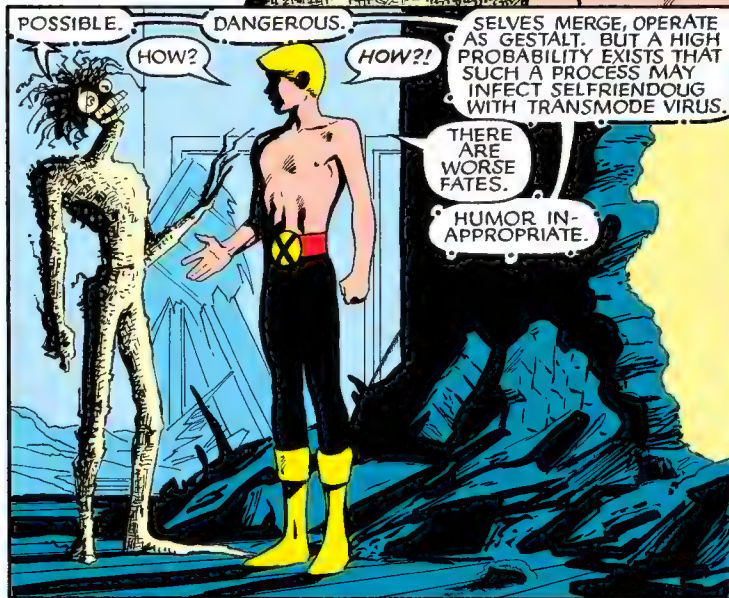
WARNING: PRECIPITATE SEPARATION WILL PROVOKE TRAUMATIC PSIONIC BACKLASH, RESULTING IN PROBABLE TERMINATION.

I WAS AFRAID OF THAT. ALL RIGHT, I CAN'T JUST YANK 'EM LOOSE-- SO, WHAT THEN?!

THIS IS BASICALLY A SOFTWARE PROBLEM-- WE HAVE TO BLOCK OUT THE NEGATIVE INPUT FROM WILDWAYS AND RESTORE BETSY'S BRAIN'S NATURAL PROGRAMMING.

PROGRAMMING IS A FORM OF COMMUNICATION AND SINCE THAT'S MY MUTANT GIFT-- THIS LOOKS RIGHT UP MY ALLEY.

IF I CAN SOMEHOW GET INSIDE HER HEAD...



POSSIBLE.

DANGEROUS.

HOW?

HOW?!

SELVES MERGE, OPERATE AS GESTALT. BUT A HIGH PROBABILITY EXISTS THAT SUCH A PROCESS MAY INFECT SELFRIENDOUG WITH TRANSMODE VIRUS.

THERE ARE WORSE FATES.

HUMOR IN-APPROPRIATE.



THAT'S WHAT YOU THINK.

WARLOCK, IF MY SACRIFICE MEANS SAVING THE OTHERS-- AND BETSY--

-- THEN IT'S A FAIR EXCHANGE.

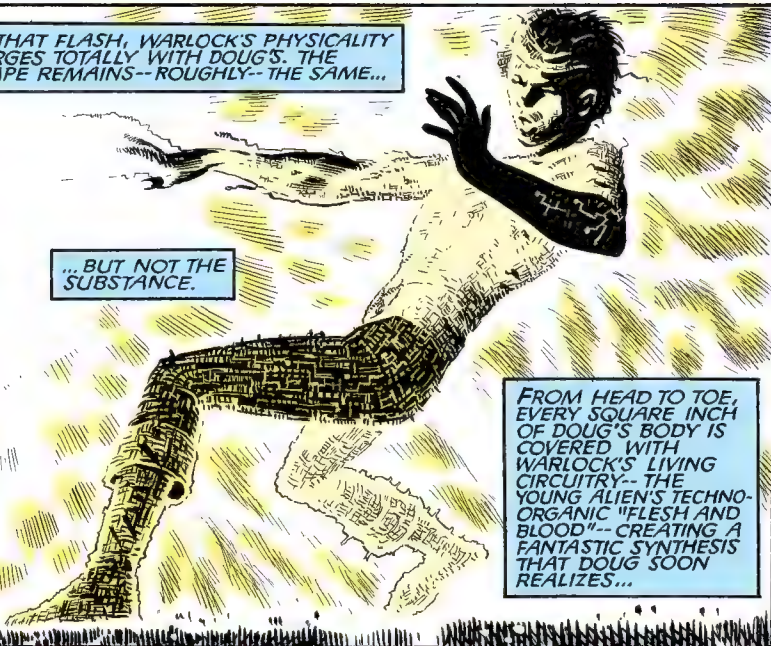


THEY TOUCH.

AND DOUGLAS RAMSEY WARLOCK'S WORLD SPINS LIKE THE WILDEST OF TOPS.

IN THAT FLASH, WARLOCK'S PHYSICALITY MERGES TOTALLY WITH DOUG'S. THE SHAPE REMAINS--ROUGHLY--THE SAME...

...BUT NOT THE SUBSTANCE.



FROM HEAD TO TOE, EVERY SQUARE INCH OF DOUG'S BODY IS COVERED WITH WARLOCK'S LIVING CIRCUITRY-- THE YOUNG ALIEN'S TECHNO-ORGANIC "FLESH AND BLOOD"-- CREATING A FANTASTIC SYNTHESIS THAT DOUG SOON REALIZES...



...IS MORE THAN SKIN DEEP.

I DON'T BELIEVE...

... MY EYES.

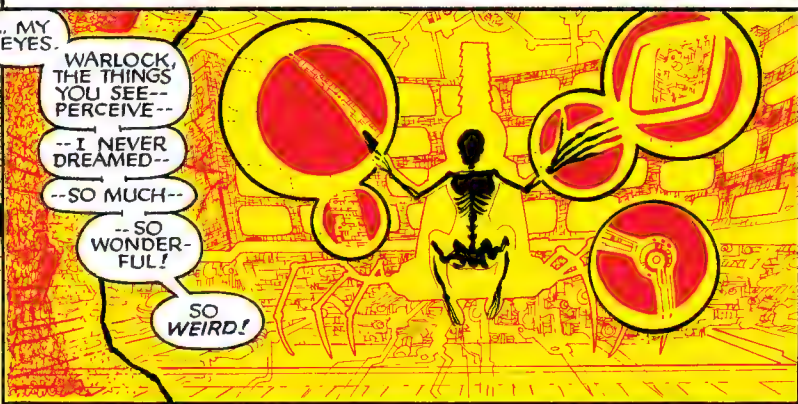
WARLOCK, THE THINGS YOU SEE-- PERCEIVE--

-- I NEVER DREAMED--

-- SO MUCH--

-- SO WONDERFUL!

SO WEIRD!

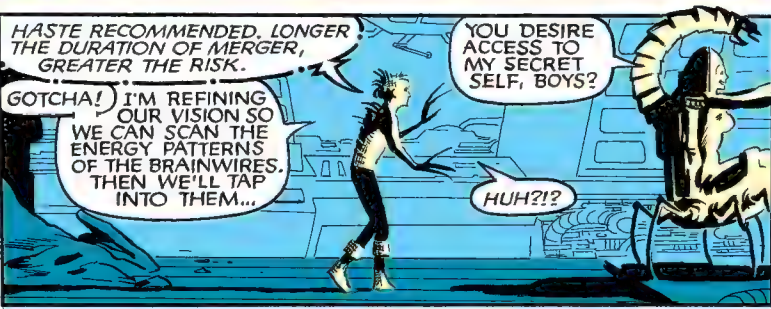


HASTE RECOMMENDED. LONGER THE DURATION OF MERGER, GREATER THE RISK.

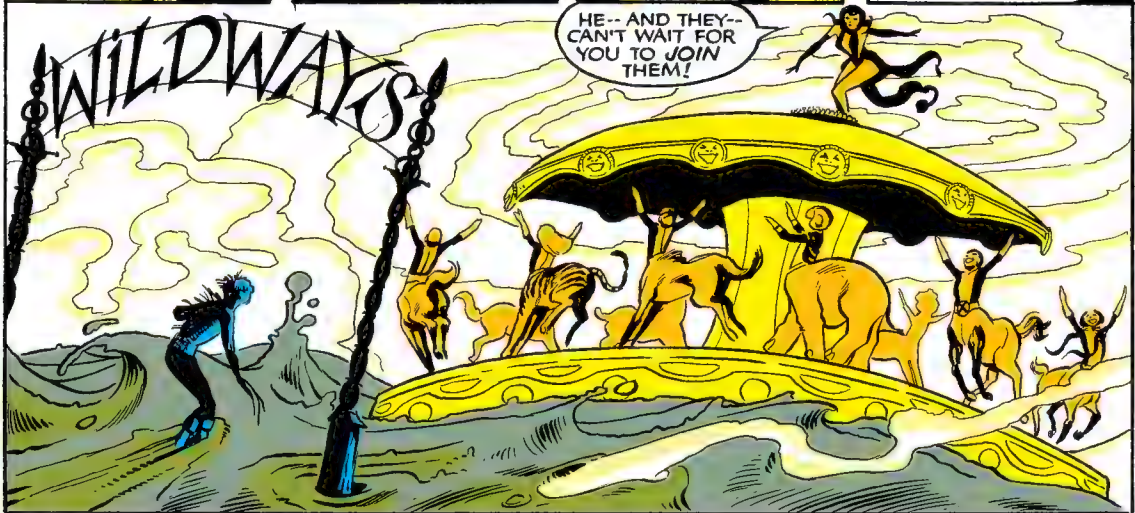
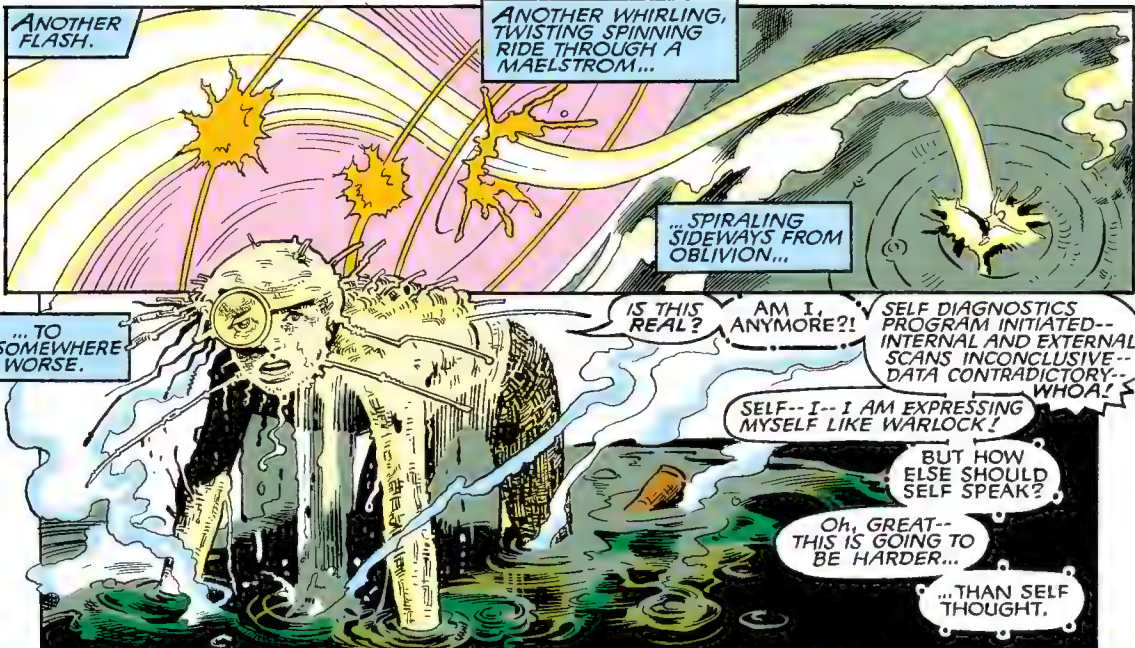
GOTCHA! I'M REFINING OUR VISION SO WE CAN SCAN THE ENERGY PATTERNS OF THE BRAINWIRES. THEN WE'LL TAP INTO THEM...

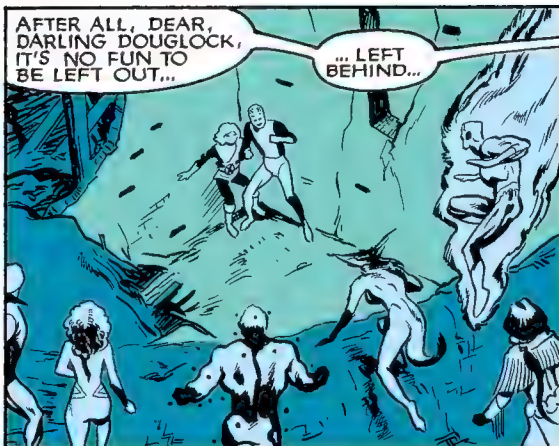
YOU DESIRE ACCESS TO MY SECRET SELF, BOYS?

HUH?!?



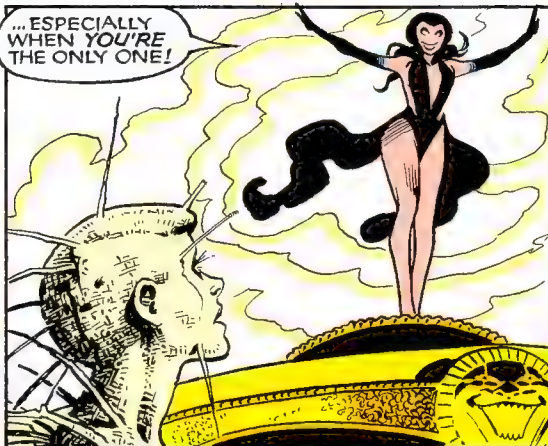
THAT'S EASILY ARRANGED.





AFTER ALL, DEAR, DARLING DOUGLOCK, IT'S NO FUN TO BE LEFT OUT...

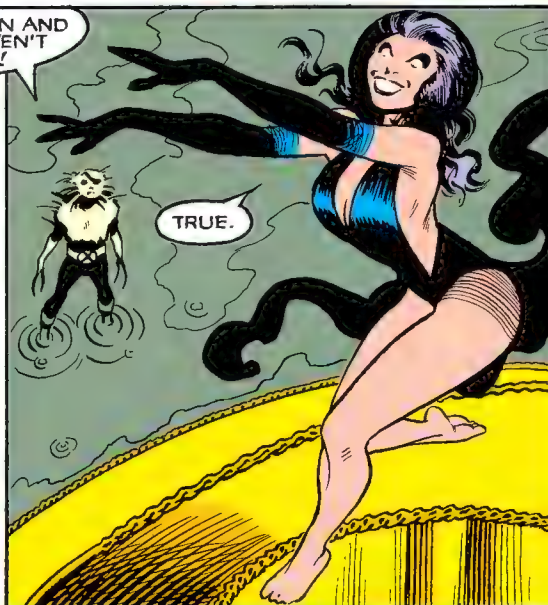
... LEFT BEHIND...



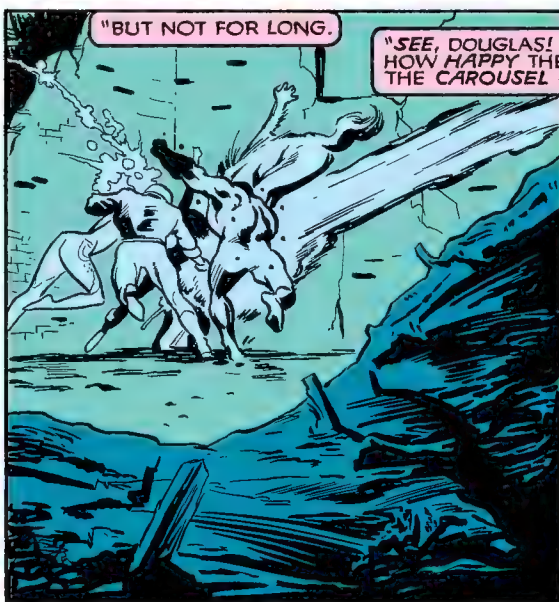
... ESPECIALLY WHEN YOU'RE THE ONLY ONE!



THERE'S STILL BRIAN AND AMARA-- YOU HAVEN'T GOT THEM!



TRUE.

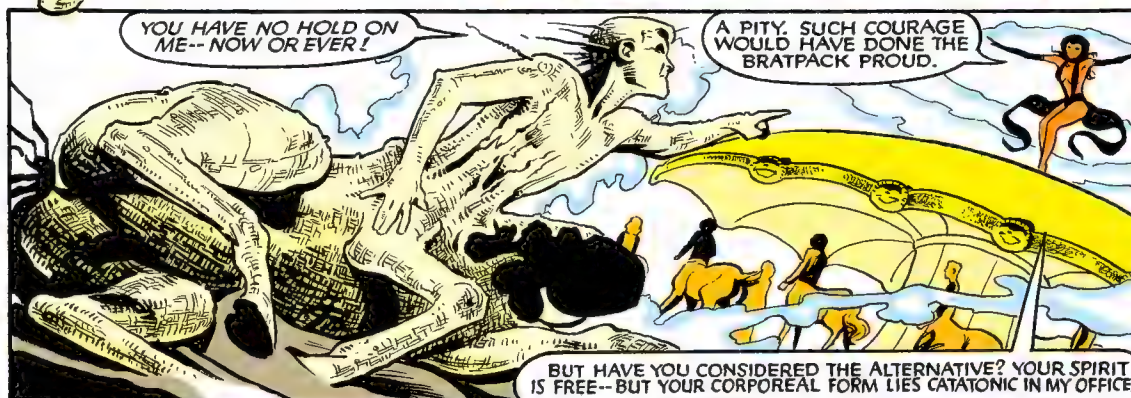
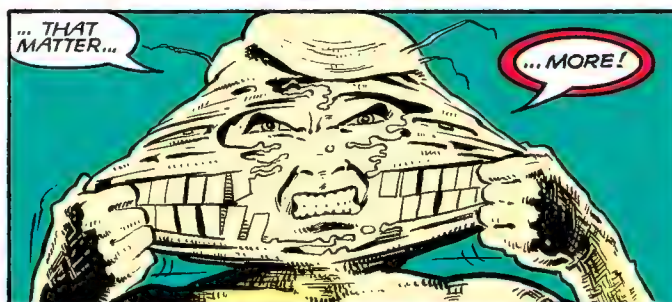
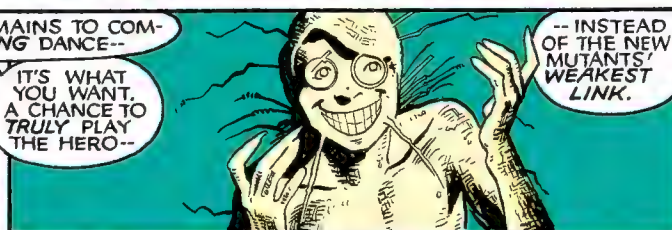
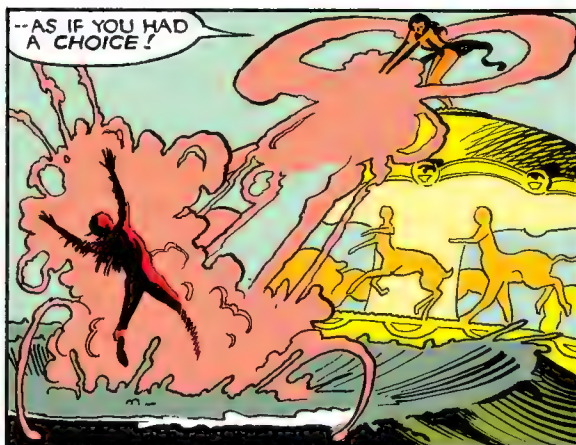


"BUT NOT FOR LONG."



"SEE, DOUGLAS! SEE, WARLOCK!! HOW HAPPY THEY ARE TO RIDE THE CAROUSEL OF LIFE--

"-- THE SPINNING WHEEL OF FORTUNE, AND DESTINY!"





A SIMPLE-- *HELPLESS*--
THING FOR THE BRAT-
PACK TO SLAY!

NOT IF I GET
YOU FIRST!

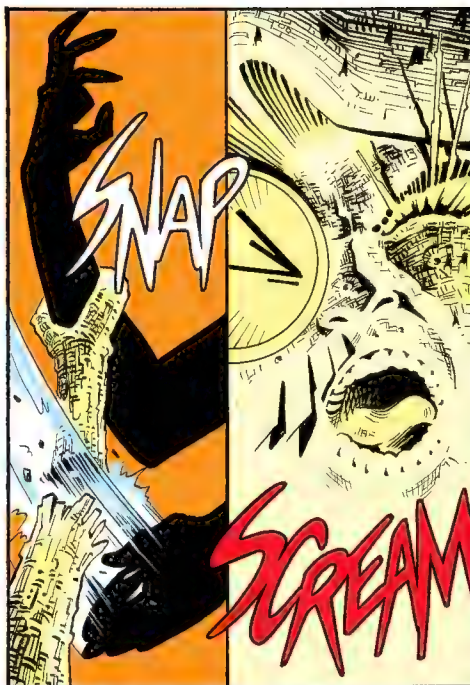
A TOUCH IS
ALL IT TAKES.
THE TRANSMODE
VIRUS IS INCUR-
ABLE, ITS EFFECTS
IRREVERSABLE!

IF YOU'RE A
MANIFESTATION
OF MISS
BRADDOCK--

--YOU'RE DONE FOR!

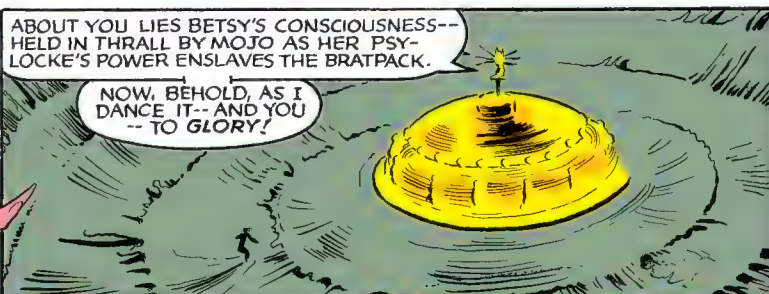


BUT
I AM
NOT.



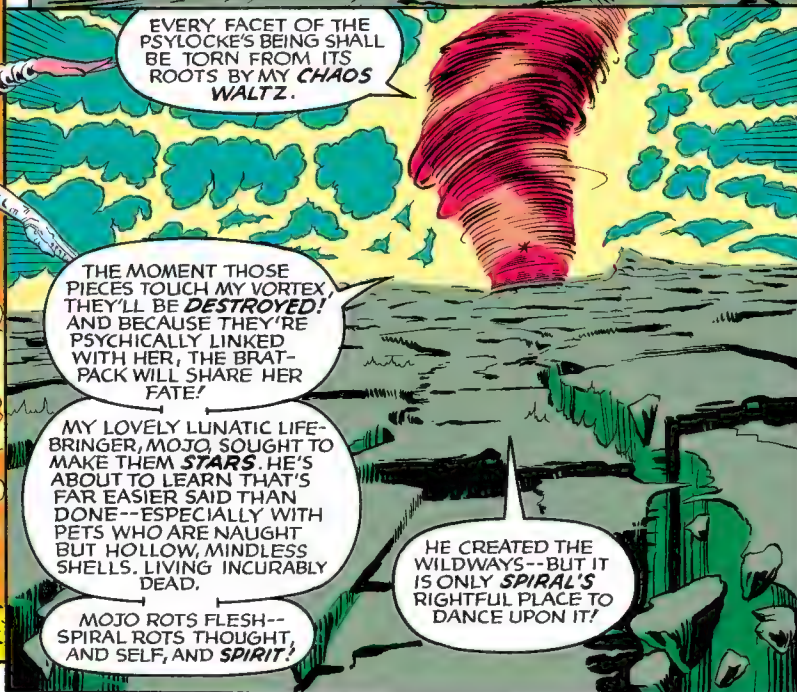
AN INSPIRED PLOY,
DOUGLOCK.

SUCH A SHAME
IT WAS WASTED
ON SPIRAL.



ABOUT YOU LIES BETSY'S CONSCIOUSNESS--
HELD IN THRALL BY MOJO AS HER PSY-
LOCKE'S POWER ENSLAVES THE BRATPACK.

NOW, BEHOLD, AS I
DANCE IT-- AND YOU
-- TO GLORY!



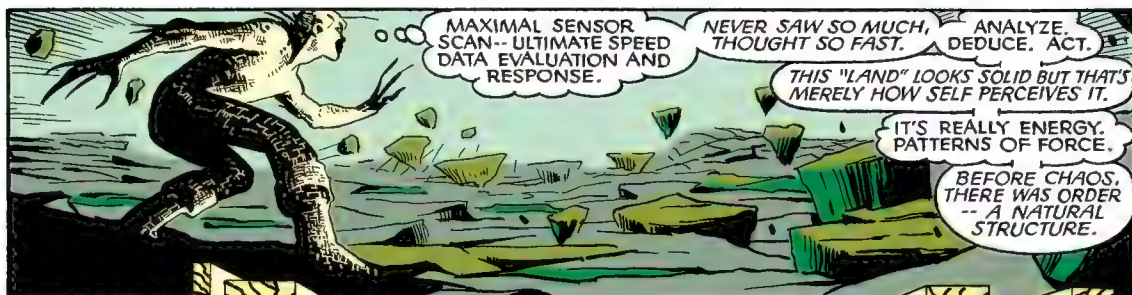
EVERY FACET OF THE
PSYLOCKE'S BEING SHALL
BE TORN FROM ITS
ROOTS BY MY CHAOS
WALTZ.

THE MOMENT THOSE
PIECES TOUCH MY VORTEX,
THEY'LL BE *DESTROYED*!
AND BECAUSE THEY'RE
PSYCHICALLY LINKED
WITH HER, THE BRAT-
PACK WILL SHARE HER
FATE!

MY LOVELY LUNATIC LIFE-
BRINGER, MOJO, SOUGHT
TO MAKE THEM *STARS*. HE'S
ABOUT TO LEARN THAT'S
FAR EASIER SAID THAN
DONE-- ESPECIALLY WITH
PETS WHO ARE NAUGHT
BUT HOLLOW, MINDLESS
SHELLS. LIVING INCURABLY
DEAD.

MOJO ROTTS FLESH--
SPIRAL ROTTS THOUGHT,
AND SELF, AND *SPIRIT*!

HE CREATED THE
WILDWAYS-- BUT IT
IS ONLY *SPIRAL'S*
RIGHTFUL PLACE TO
DANCE UPON IT!



MAXIMAL SENSOR
SCAN-- ULTIMATE SPEED
DATA EVALUATION AND
RESPONSE.

NEVER SAW SO MUCH,
THOUGHT SO FAST.

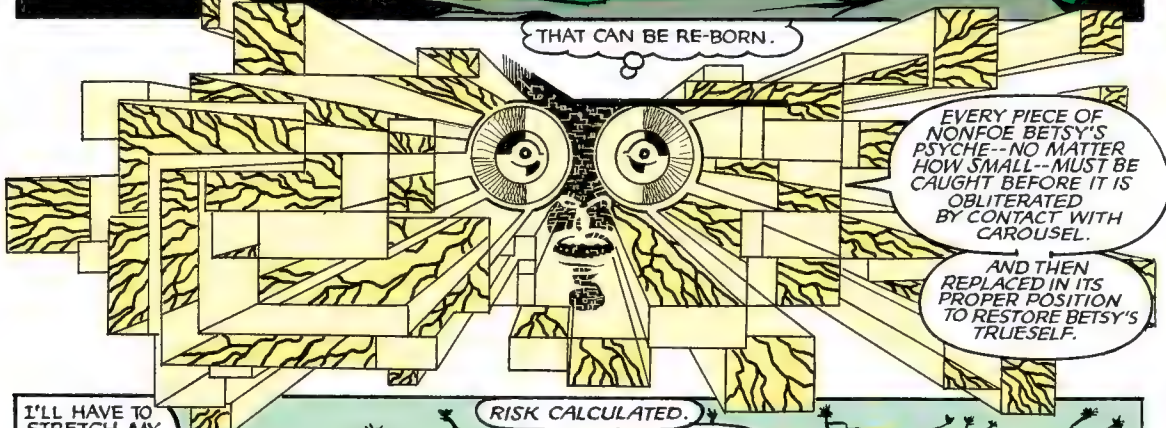
ANALYZE.
DEDUCE. ACT.

THIS "LAND" LOOKS SOLID BUT THAT'S
MERELY HOW SELF PERCEIVES IT.

IT'S REALLY ENERGY.
PATTERNS OF FORCE.

BEFORE CHAOS,
THERE WAS ORDER
-- A NATURAL
STRUCTURE.

THAT CAN BE RE-BORN.



EVERY PIECE OF
NONFOE BETSY'S
PSYCHE-- NO MATTER
HOW SMALL-- MUST BE
CAUGHT BEFORE IT IS
OBLITERATED
BY CONTACT WITH
CAROUSEL.

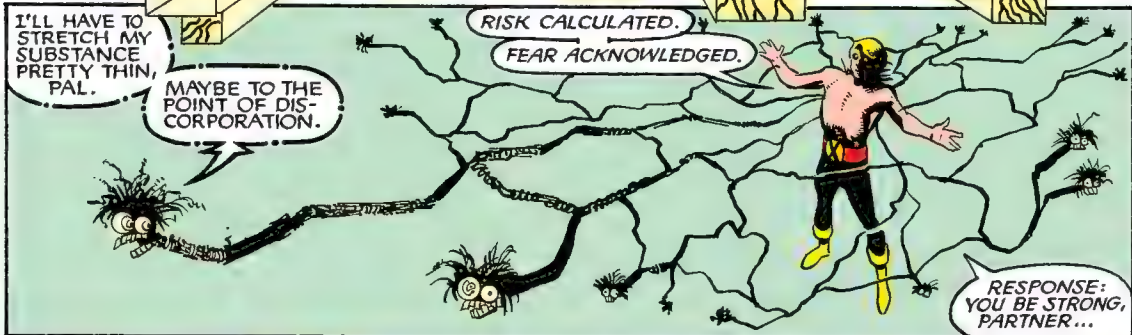
AND THEN
REPLACED IN ITS
PROPER POSITION
TO RESTORE BETSY'S
TRUE SELF.

I'LL HAVE TO
STRETCH MY
SUBSTANCE
PRETTY THIN,
PAL.

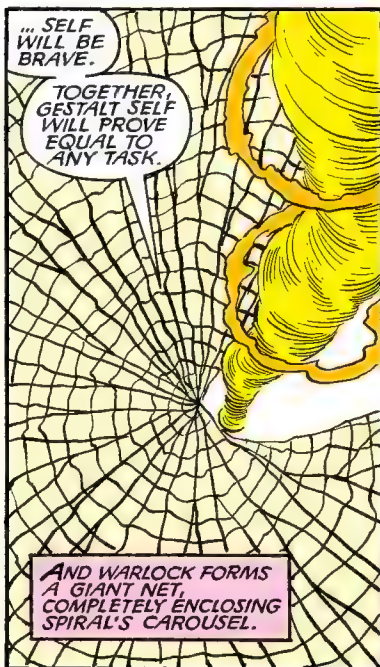
MAYBE TO THE
POINT OF DIS-
CORPORATION.

RISK CALCULATED.

FEAR ACKNOWLEDGED.



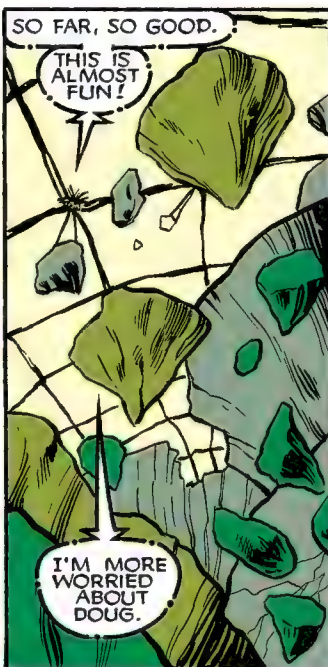
RESPONSE:
YOU BE STRONG,
PARTNER...



"... SELF
WILL BE
BRAVE.

TOGETHER,
GESTALT SELF
WILL PROVE
EQUAL TO
ANY TASK.

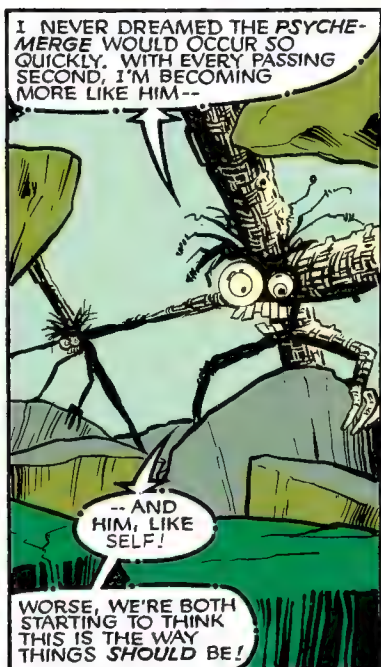
AND WARLOCK FORMS
A GIANT NET,
COMPLETELY ENCLOSING
SPIRAL'S CAROUSEL.



SO FAR, SO GOOD.

THIS IS
ALMOST
FUN!

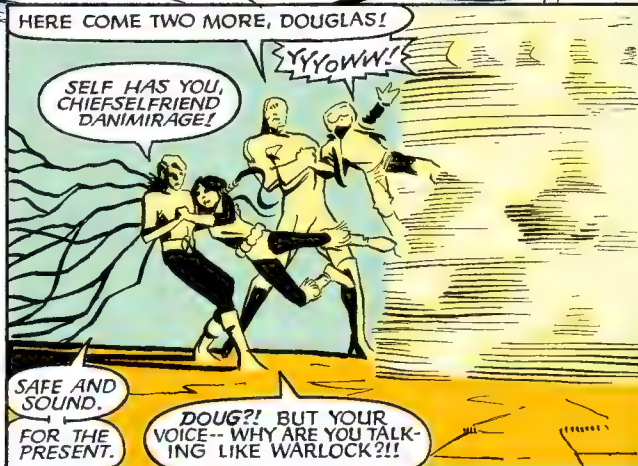
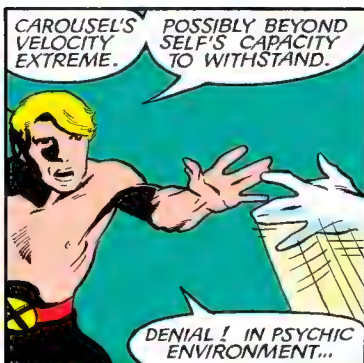
I'M MORE
WORRIED
ABOUT
DOUG.

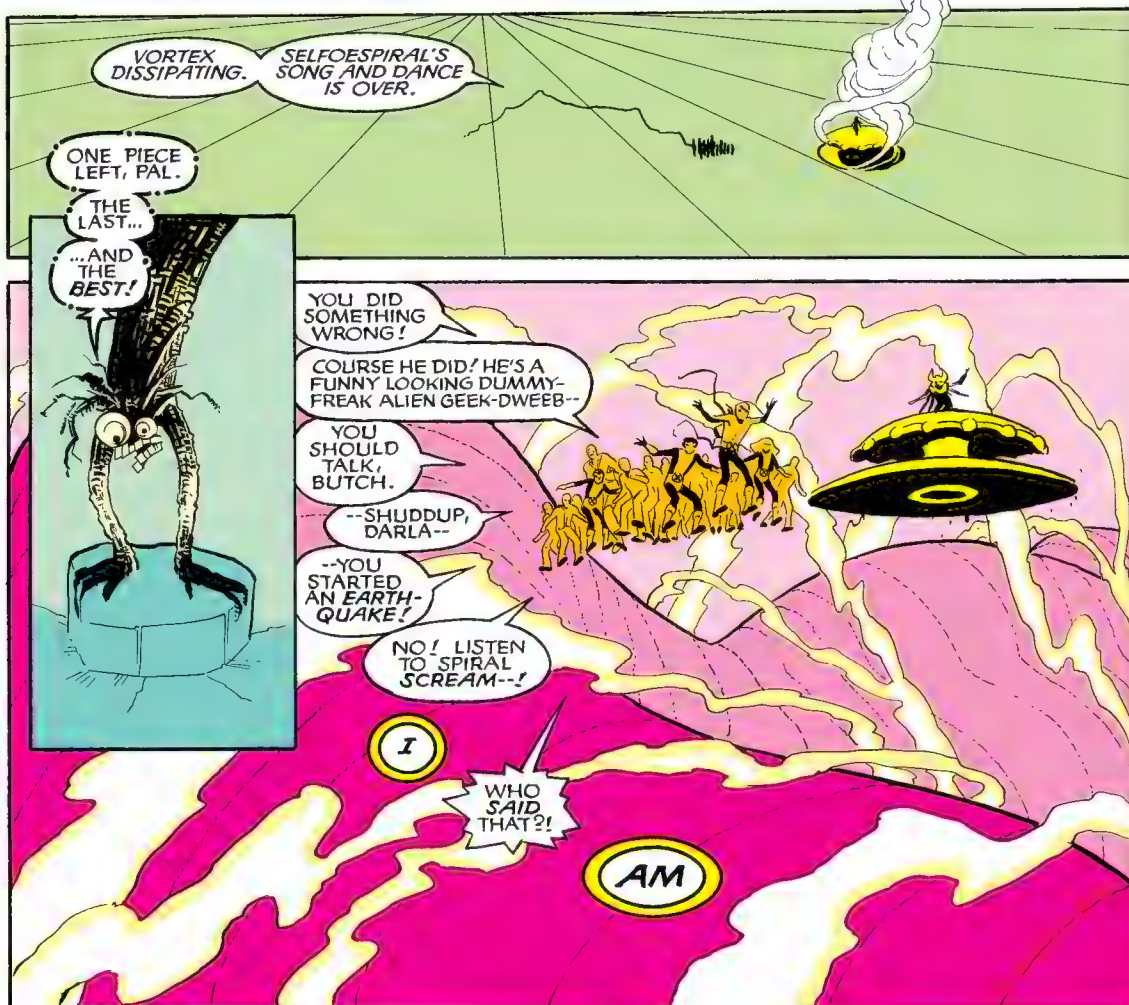
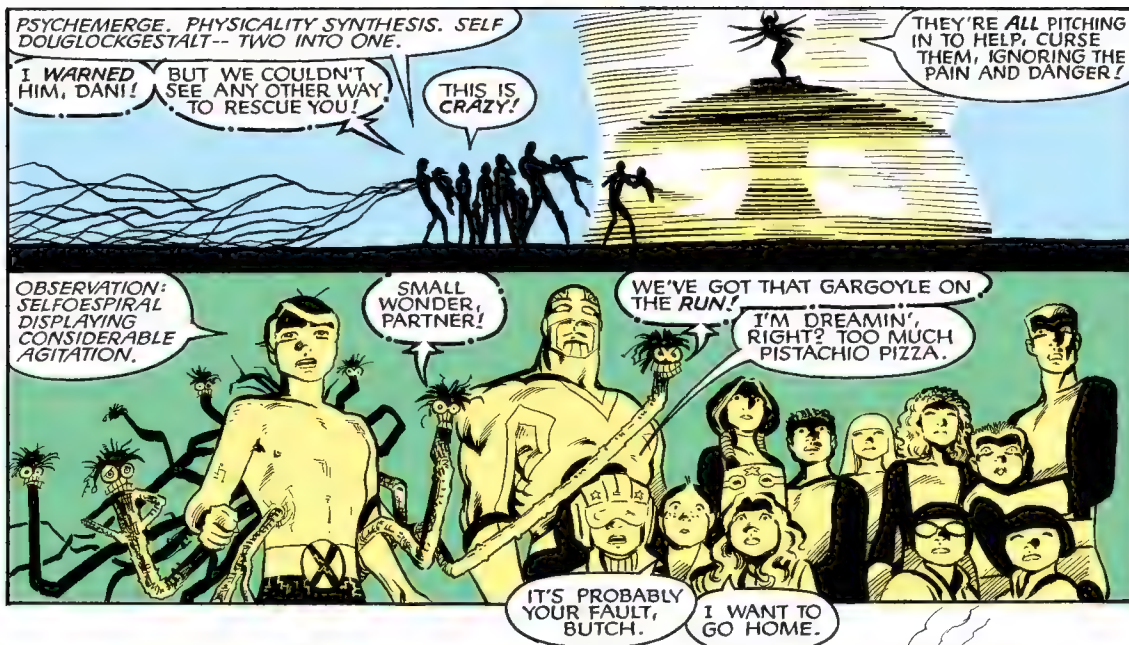


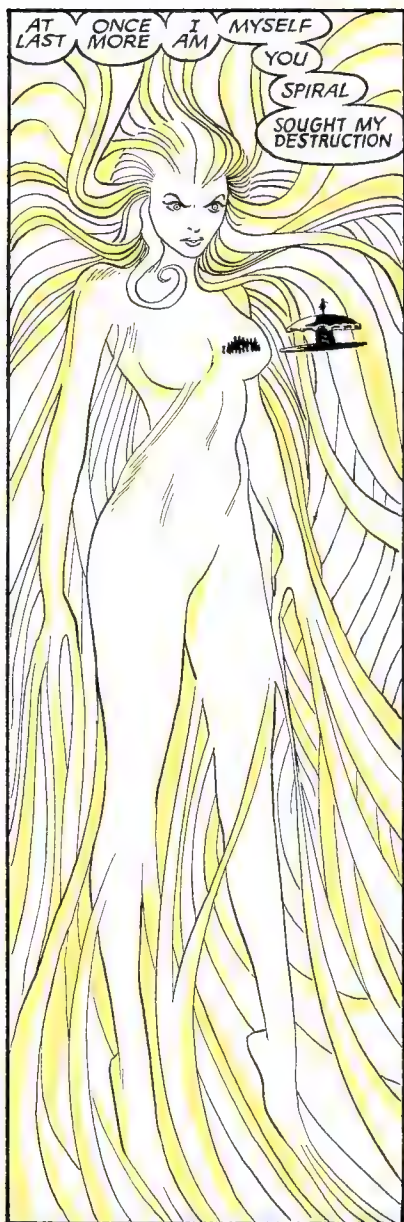
I NEVER DREAMED THE PSYCHE-
MERGE WOULD OCCUR SO
QUICKLY. WITH EVERY PASSING
SECOND, I'M BECOMING
MORE LIKE HIM--

-- AND
HIM, LIKE
SELF!

WORSE, WE'RE BOTH
STARTING TO THINK
THIS IS THE WAY
THINGS SHOULD BE!







AT
LAST
ONCE
MORE
I
AM
MYSELF
YOU
SPIRAL
SOUGHT MY
DESTRUCTION



THINK A MOMENT,
PSYLOCKE-- BEFORE
YOU DO SOMETHING
RASH THAT ALL
WILL REGRET!

CONSIDER
THE PRICE OF
VENGEANCE.
AND
FREEDOM.

A SLAVE
KNOWS HER
PLACE.



A SLAVE HAS
NO WORRIES--
BECAUSE SHE
HAS A VALUE,
AND A GOOD
MASTER CARES
FOR HIS
PROPERTY.

IT'S LIFE
WITHOUT
CARE OR
DANGER.
DENY IT-- AND
YOU WIN FOR
YOURSELF
THE "FREE-
DOM" TO BE
HUNGRY,
HOMELESS,
HURT--
BLIND!

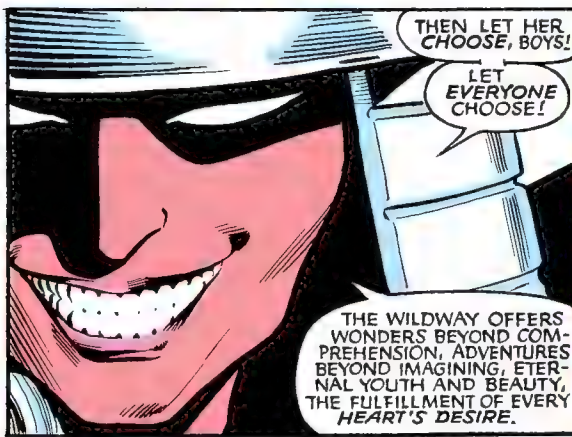


AS YOU WERE...

...SO SHALL
YOU BE!

MOJO
CAN
CHANGE
THAT.

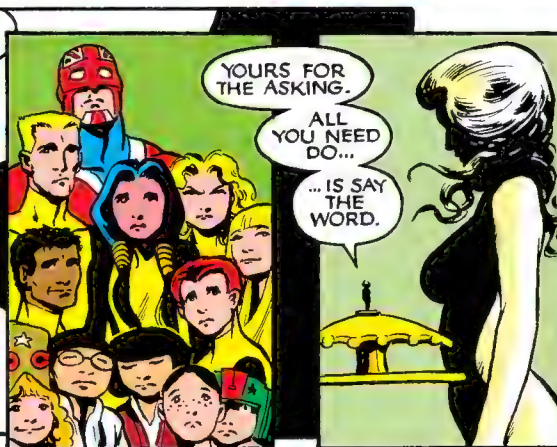
LEAVE HER ALONE! SELFRIENDBETSY
DID NOT CHOOSE HER SLAVERY!
SELFOESPIRAL FORCED IT ON HER-- AS
SELFOE FORCED IT ON OTHER SELFRIENDS!



THEN LET HER
CHOOSE, BOYS!

LET
EVERYONE
CHOOSE!

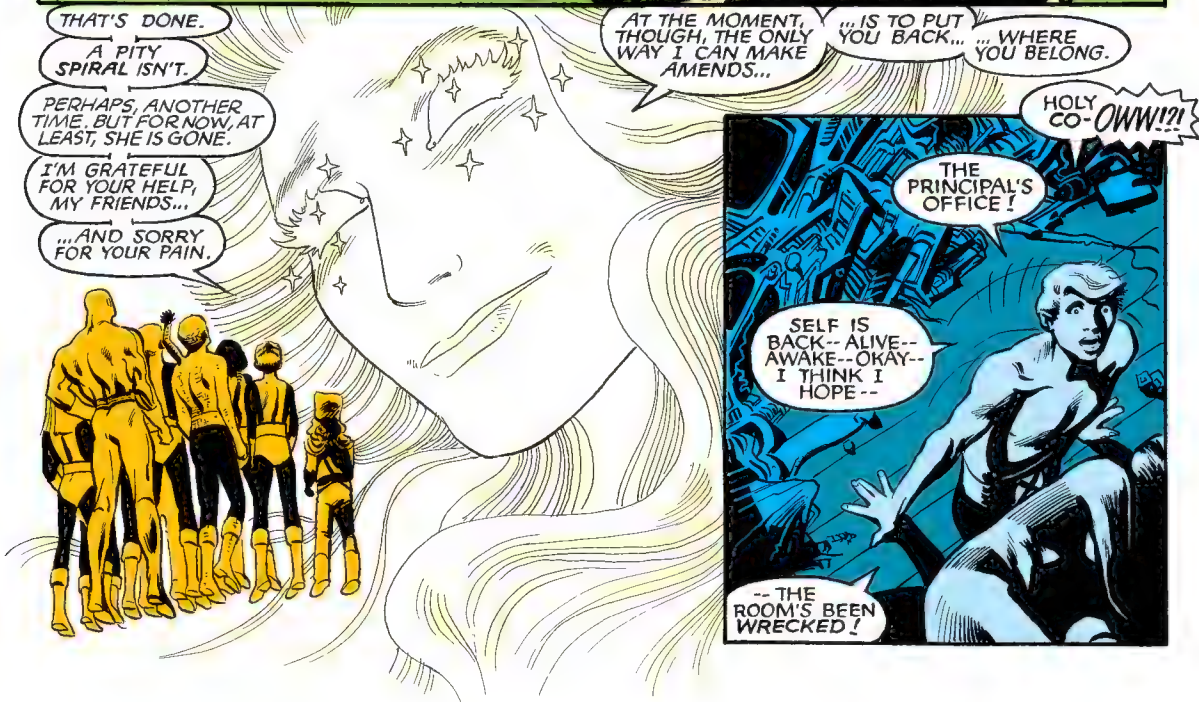
THE WILDWAY OFFERS
WONDERS BEYOND COM-
PREHENSION, ADVENTURES
BEYOND IMAGINING, ETER-
NAL YOUTH AND BEAUTY,
THE FULFILLMENT OF EVERY
HEART'S DESIRE.



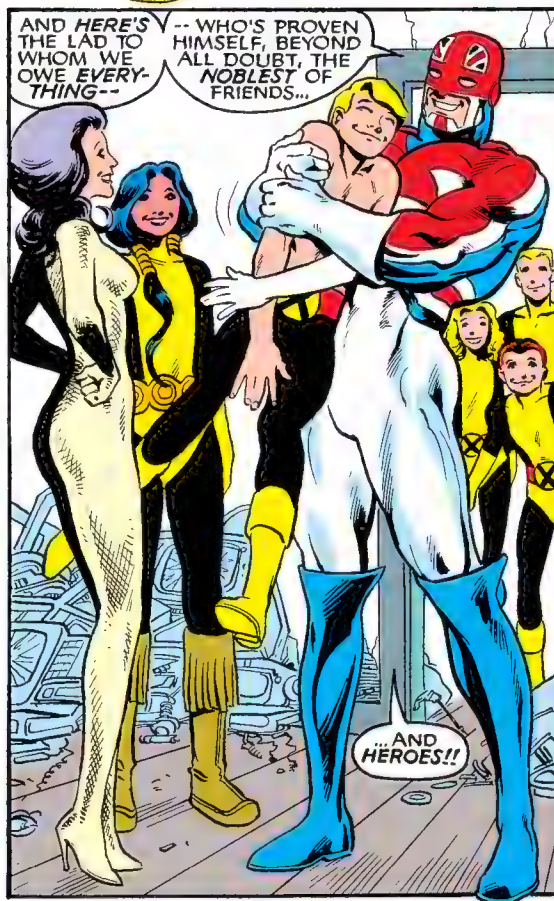
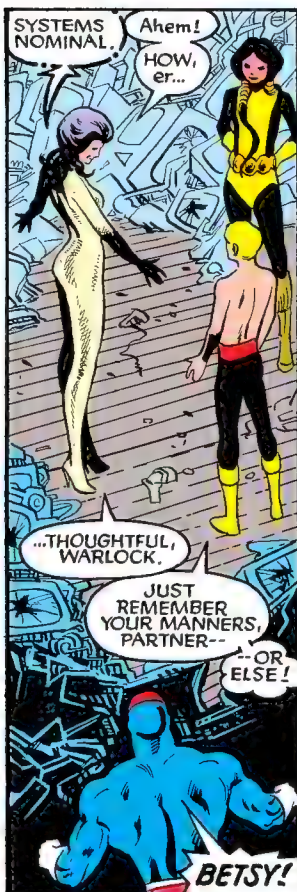
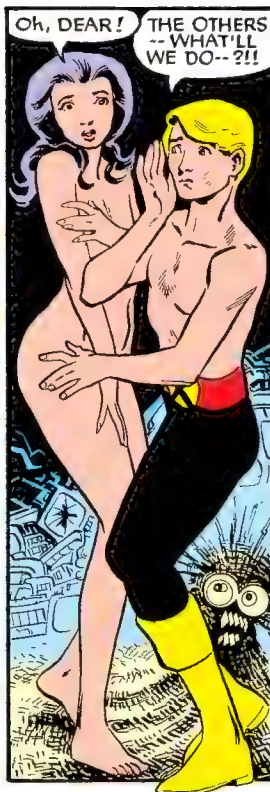
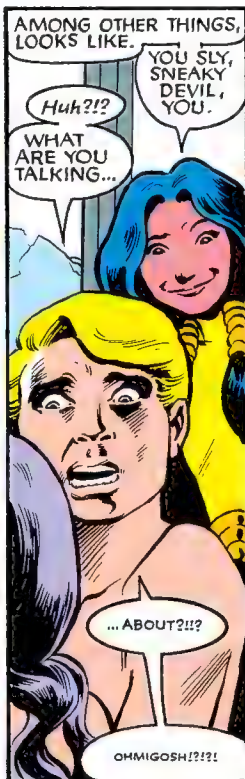
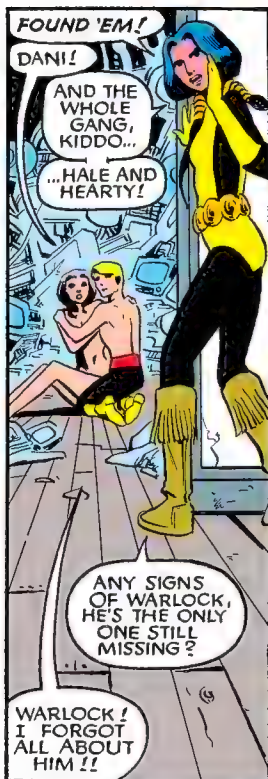
YOURS FOR
THE ASKING.

ALL
YOU NEED
DO...

...IS SAY
THE WORD.







LATER, AT THE X-MEN'S MANSION-- AFTER THE "BORROWED" CHILDREN HAVE BEEN RETURNED TO THEIR RIGHTFUL HOMES...

YOU'RE DETERMINED TO STAY?

I'VE BEEN A VICTIM TOO OFTEN, BRIAN.

TOO MANY HAVE SUFFERED BECAUSE OF MY SHORT-COMINGS.

HERE, AT XAVIER'S SCHOOL, I CAN LEARN HOW TO BETTER USE MY PSI-TALENT-- TO PROTECT MYSELF, AND HELP OTHERS.

I UNDERSTAND.

IF YOU EVER NEED ME--

--EVEN IF IT'S SIMPLY TO TALK--

--YOU'LL HEAR, I PROMISE.

HE SENSES SOMETHING'S AMISS, BUT ISN'T SURE HOW TO ASK. PERHAPS SOMEDAY I'LL REVEAL THE TRUTH ABOUT MY EYES.

FOR NOW, THOUGH, I'D PREFER IT TO REMAIN...

...DOUGLAS' AND WARLOCK'S AND MY SECRET.

TAKE CARE, BRIAN! MY LOVE TO MEGGAN!

OLD LIFE OVER.

NEW ONE'S ABOUT TO BEGIN.

I'M AFRAID.

DOUGLAS IS WATCHING.

MY "GUARDIAN ANGEL."

HOW MUCH HE CARES--

...MORE THAN HE REALIZES.

HOW MUCH I CARE...

...IN RETURN.

CRIPES, I'M BLUSHING AGAIN!

WHAT BETSY MUST THINK--?! AND SHE CAN READ MY MIND! I'M DOOMED!

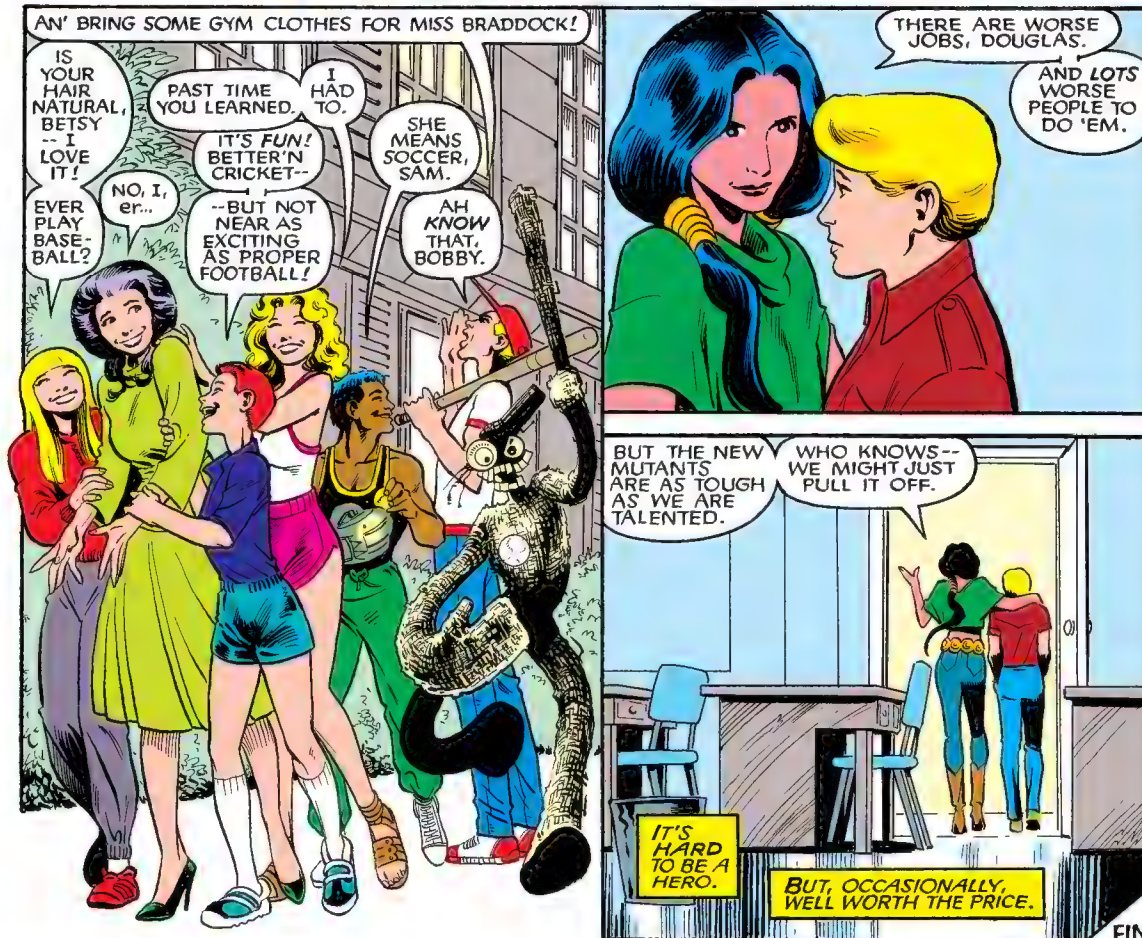
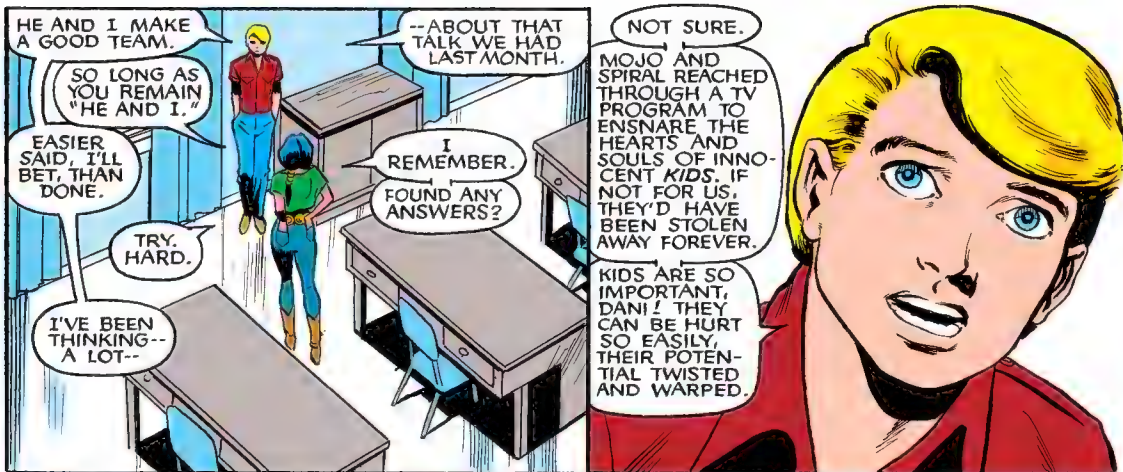
HOW'S TRICKS, HERO?

DON'T ASK.

IT'S PART OF MY JOB, BUDDY, LOOKING OUT FOR THE TEAM.

WELL, YOU CAN RELAX. THERE DON'T SEEM TO BE ANY AFTER-EFFECTS FROM MY GESTALT MELD WITH WARLOCK. MEDISCAN SHOWS NO TRACE OF THE TRANSMODE VIRUS IN MY SYSTEM. I GUESS I'M CLEAN.

THANK HEAVEN FOR SMALL FAVORS. AFTER THIS, DON'T PUSH YOUR LUCK.



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THE ALL NEW

X-MEN

GIANT-
SIZED
ANNUAL



STAN LEE
PRESENTS:

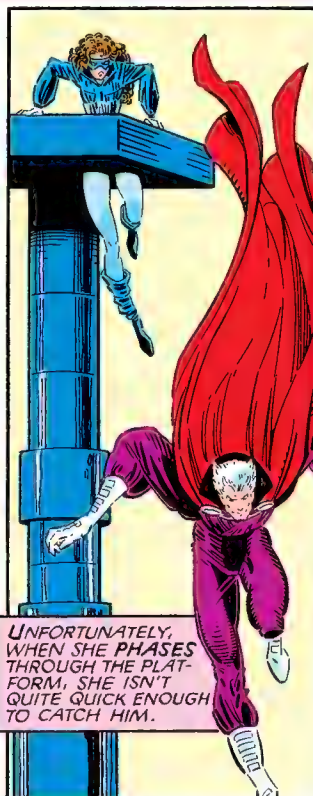
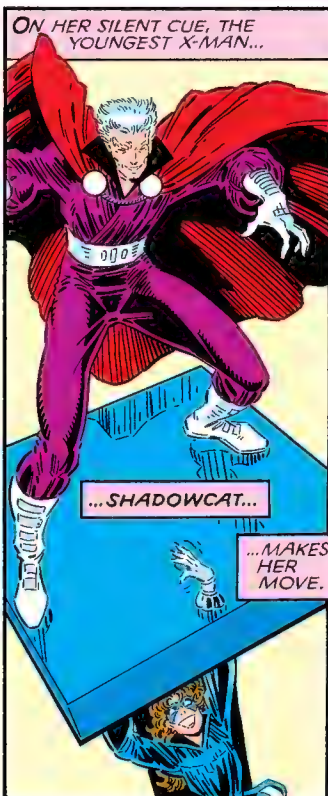
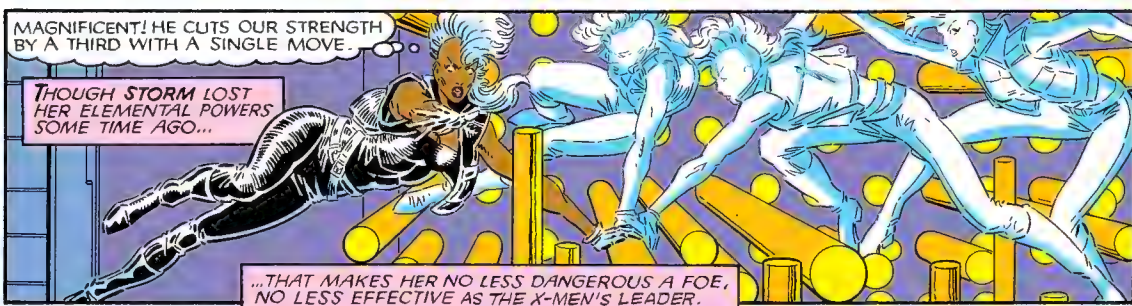
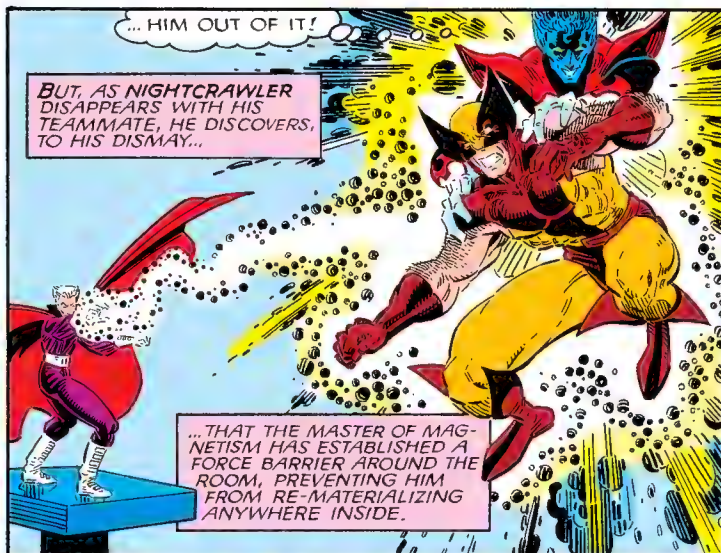
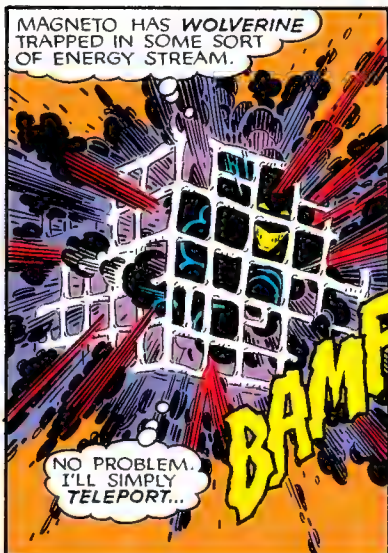
PERFORMANCE

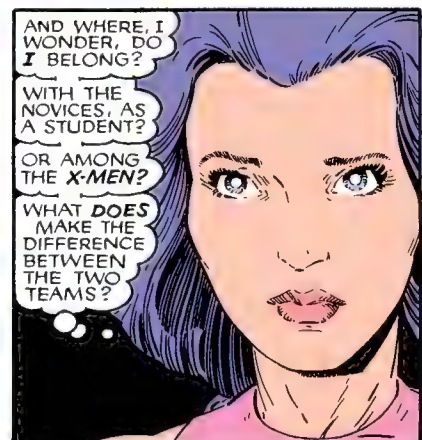
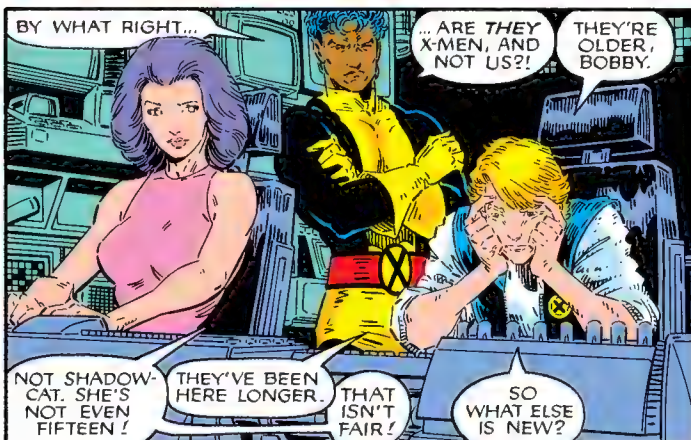
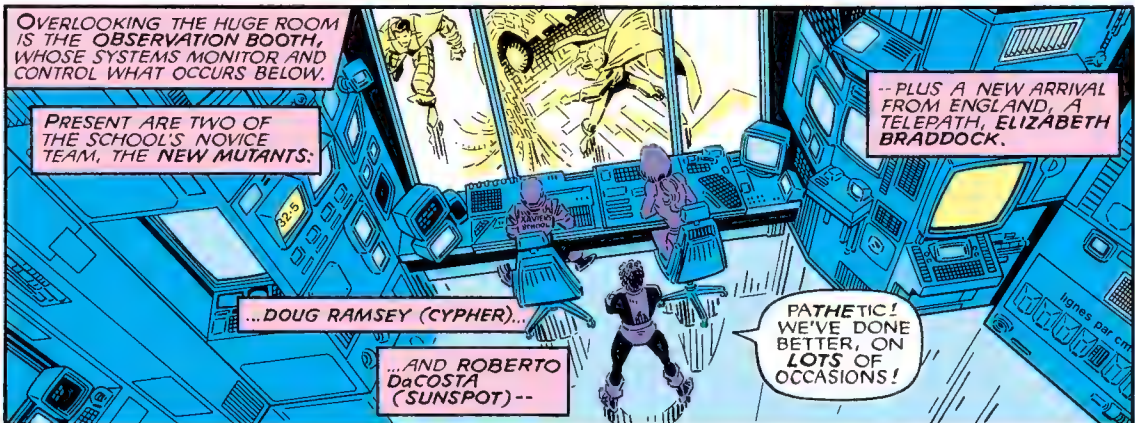
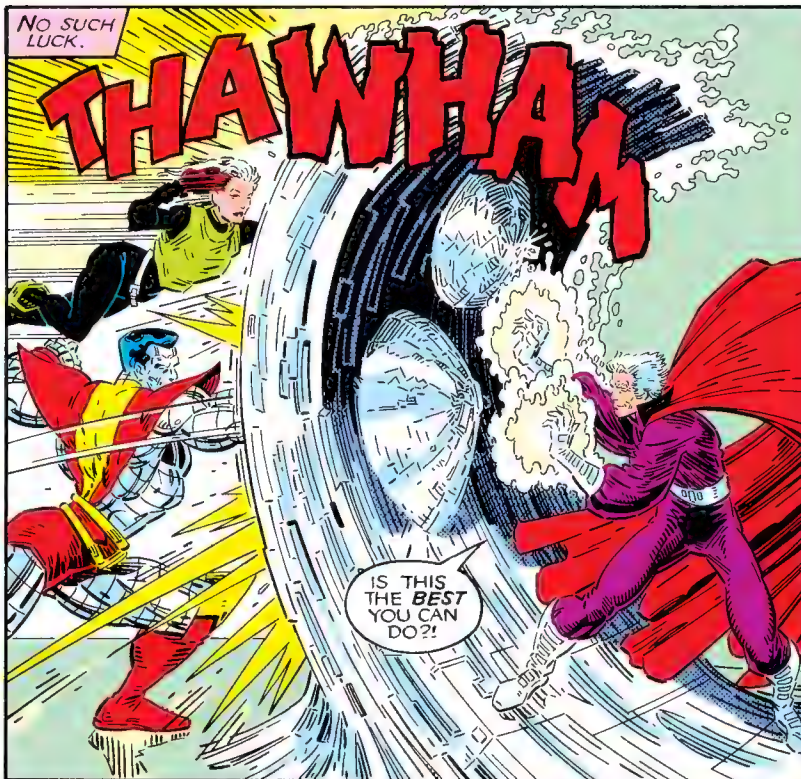
CHRIS CLAREMONT, WRITER • ARTHUR ADAMS, PENCILER • TERRY AUSTIN, INKER
PETRA SCOTese COLORIST TOM ORZECCHOWSKI LETTERER ANN NOCENTI EDITOR JIM SHOOTER EDITOR IN CHIEF

THIS IS THE DANGER ROOM, HEART OF A SECRET TRAINING COMPLEX BURIED 30 METERS BELOW PROFESSOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS, PROBABLY THE MOST EXCLUSIVE PRIVATE ACADEMY IN THE WORLD--BECAUSE ITS STUDENTS ARE ALL MUTANTS, "GIFTED" AT BIRTH WITH EXTRAORDINARY PHYSICAL OR MENTAL ABILITIES. HERE, IN LARGE MEASURE, THEY LEARN HOW TO PROPERLY USE THEM.

THE CURRENT EXERCISE INVOLVES THE SCHOOL'S SENIOR TEAM--BONA FIDE SUPER HEROES--THE UNCANNY X-MEN.

THEY'RE ENGAGED IN A GAME OF TAG WITH THE NEW HEADMASTER, MAGNETO. ALL THEY HAVE TO DO TO WIN IS TOUCH HIM.





THE CROWD ROARS-- CHEERING EVERY SHOT, EVERY WORD, EVERY THOUGHT.

THIS IS ANOTHER WORLD, WHERE HUMANITY IS A DIRTY WORD, RESERVED FOR THE DIRTIEST OF PEOPLE. TO WALK UPRIGHT, TO HAVE A SPINE, IS TO BE A SLAVE.

TO RULE, ONE MUST BE SPINELESS.

BEFORE SHE CAME TO XAVIER'S SCHOOL, BETSY WAS THE PET OF THE LORD OF THE WILDWAY, THE LIFE-BRINGER MOJO. SHE WAS ALSO BLIND. MOJO GAVE HER THE GIFT OF SIGHT-- BUT, LIKE ALL HIS PRESENTS, IT POSSESSED A WICKED LITTLE WRINKLE.

BETSY'S EYES ARE CAMERAS, TRANSMITTING EVERYTHING SHE SEES, HEARS, THINKS, FEELS BACK TO MOJO. HE'S MARKETING HER MASTERFULLY, AND MADE HER A STAR.

IN RETURN, UNWITTINGLY, SHE'S MAKING HIM...

RICH!

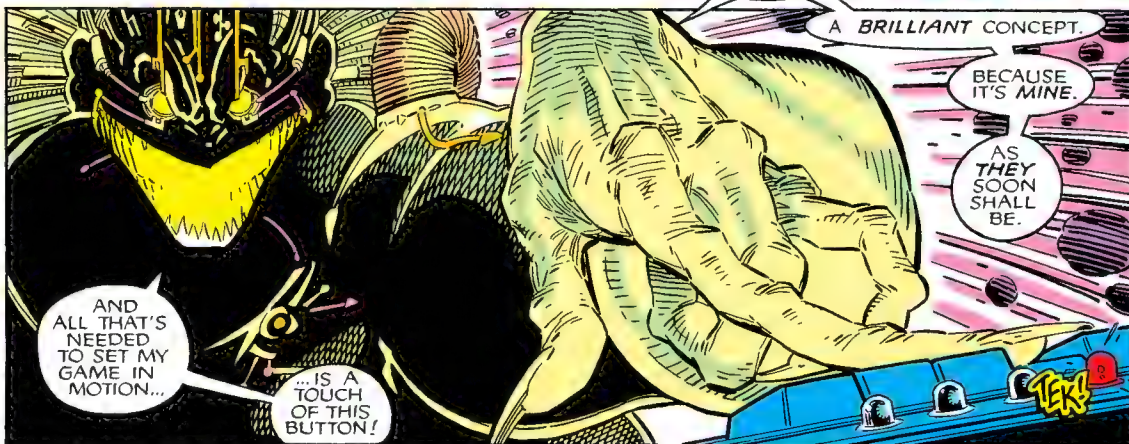
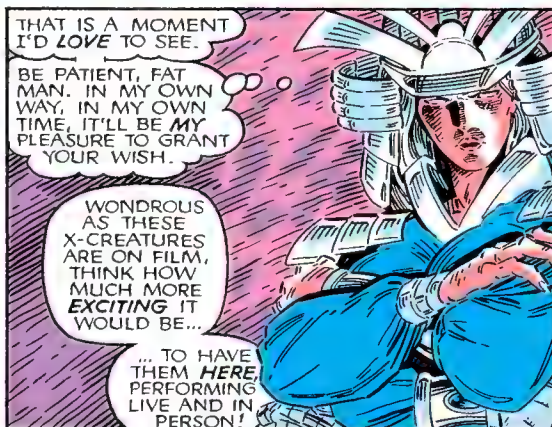
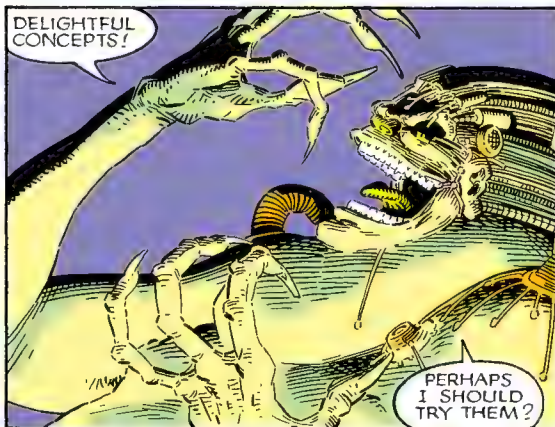
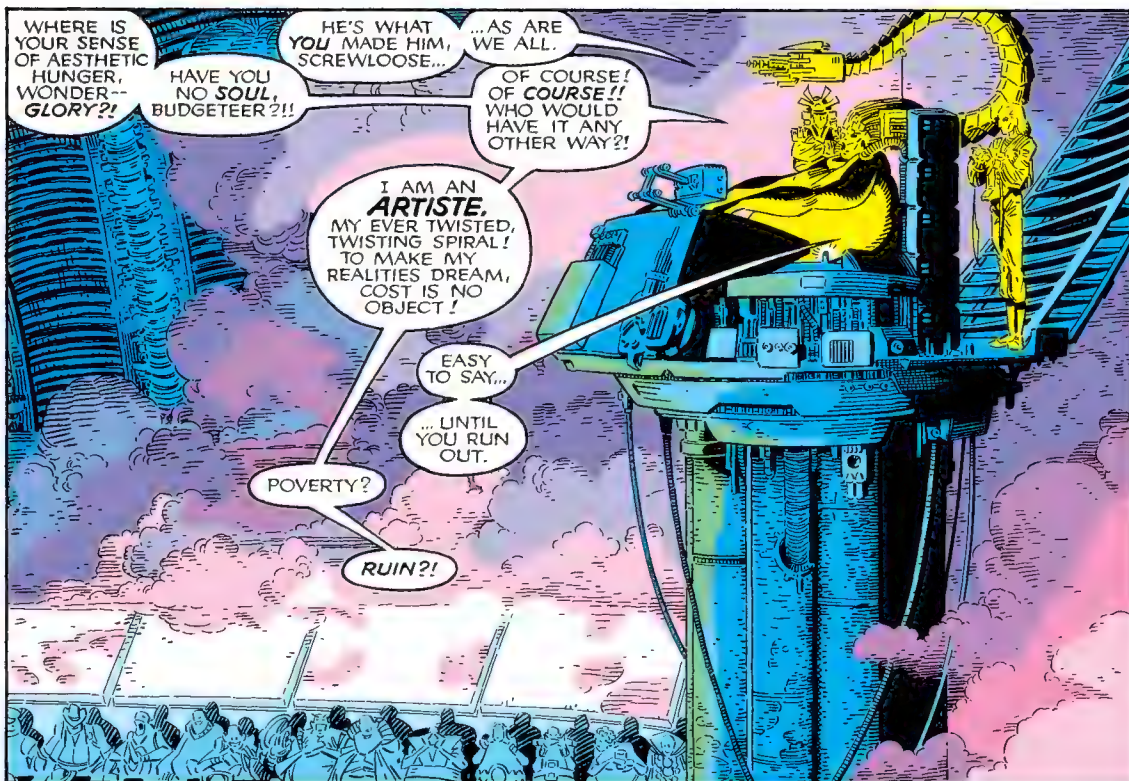
SPIRAL-- MAJOR DOMO-- LISTEN TO THOSE COCKLE-PATED CRETINS. THEY LOVE MY EPIC! MY PET PSYLOCKE IS A SENSATION, THEY CAN'T GET ENOUGH OF HER!

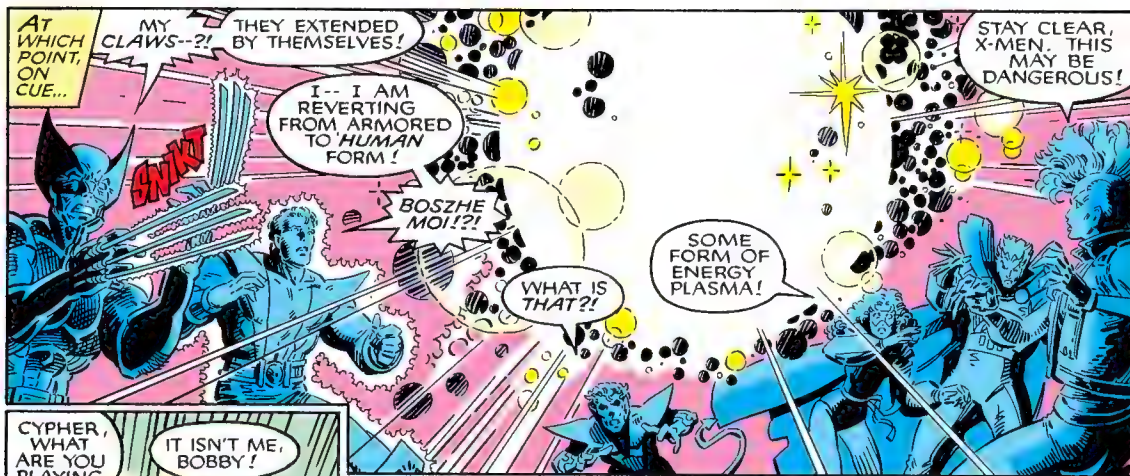
NO ACCOUNTING FOR TASTE.

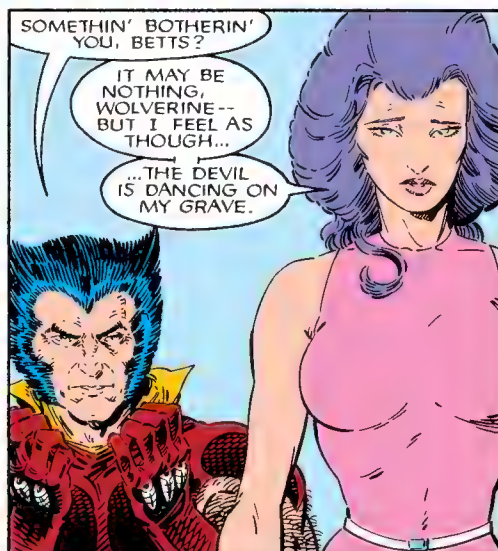
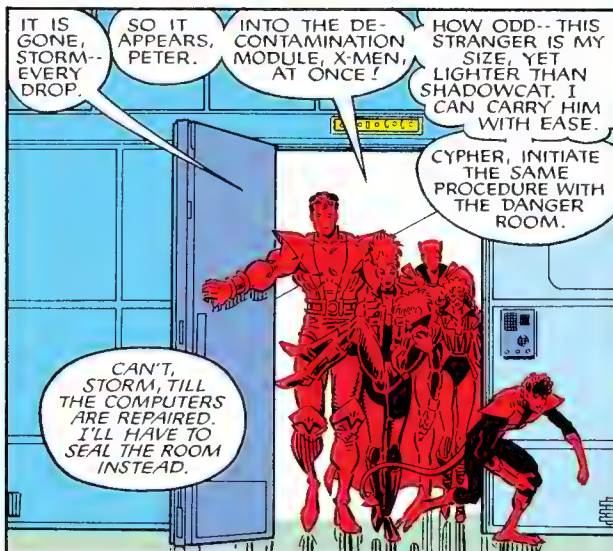
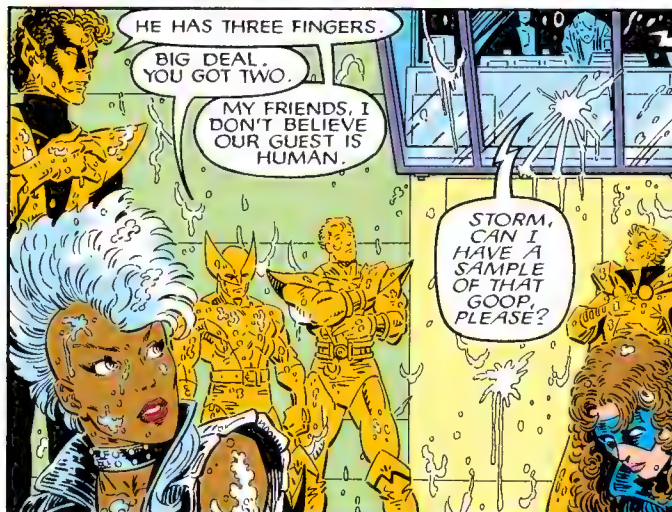
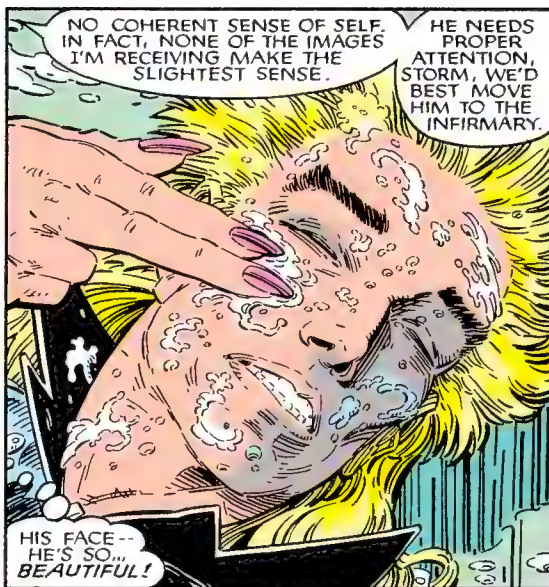
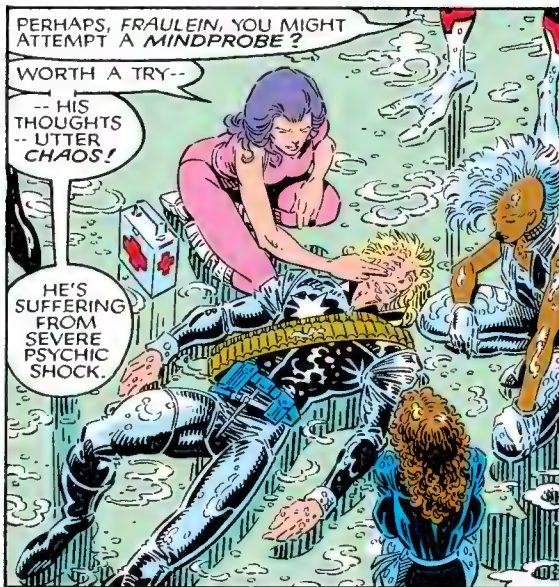
ACTUALLY, DARLING, REVENUES TO DATE ON THIS LATEST PRODUCTION...

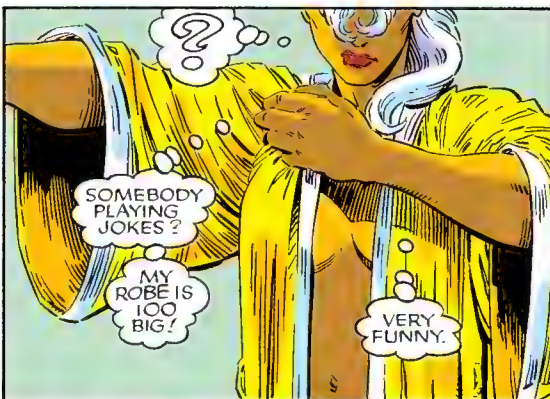
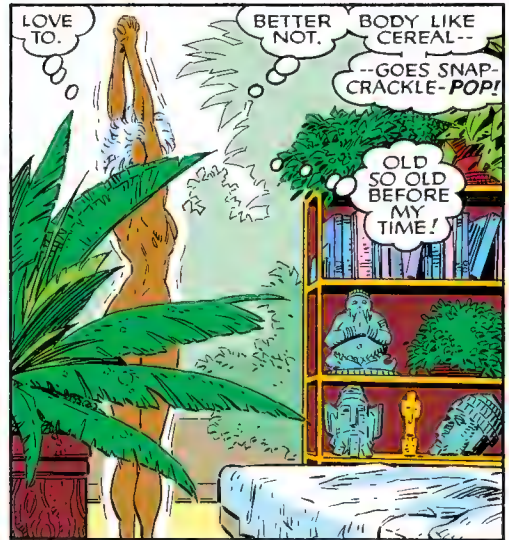
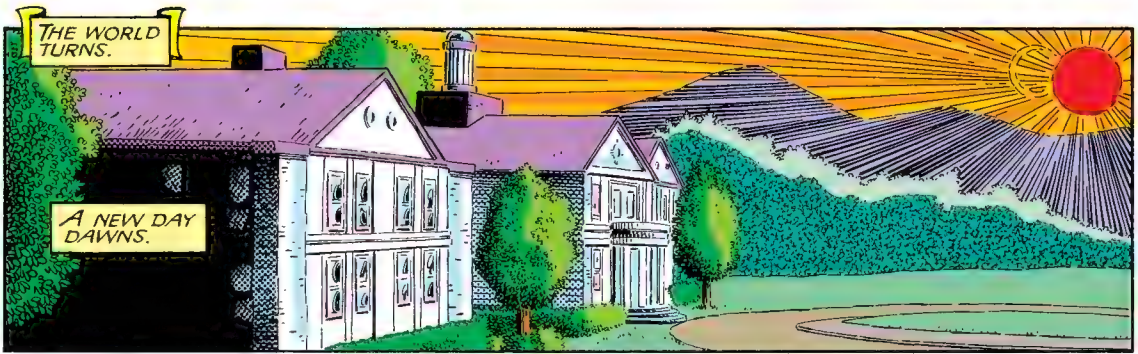
... ARE ONLY JUST BEGINNING TO BALANCE THE COST OF THE WILDWAYS DEBACLE.*

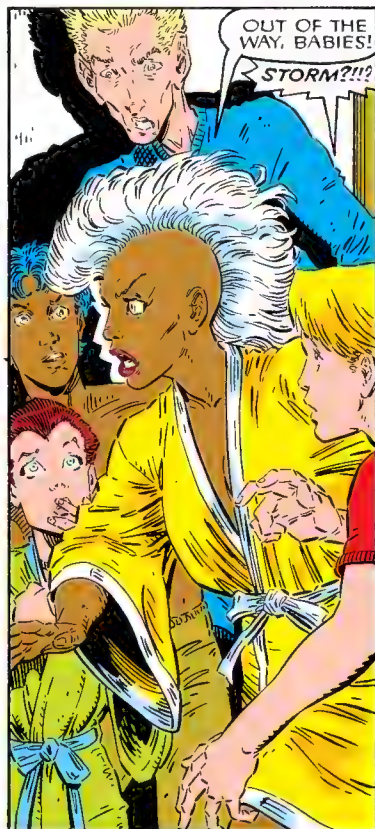
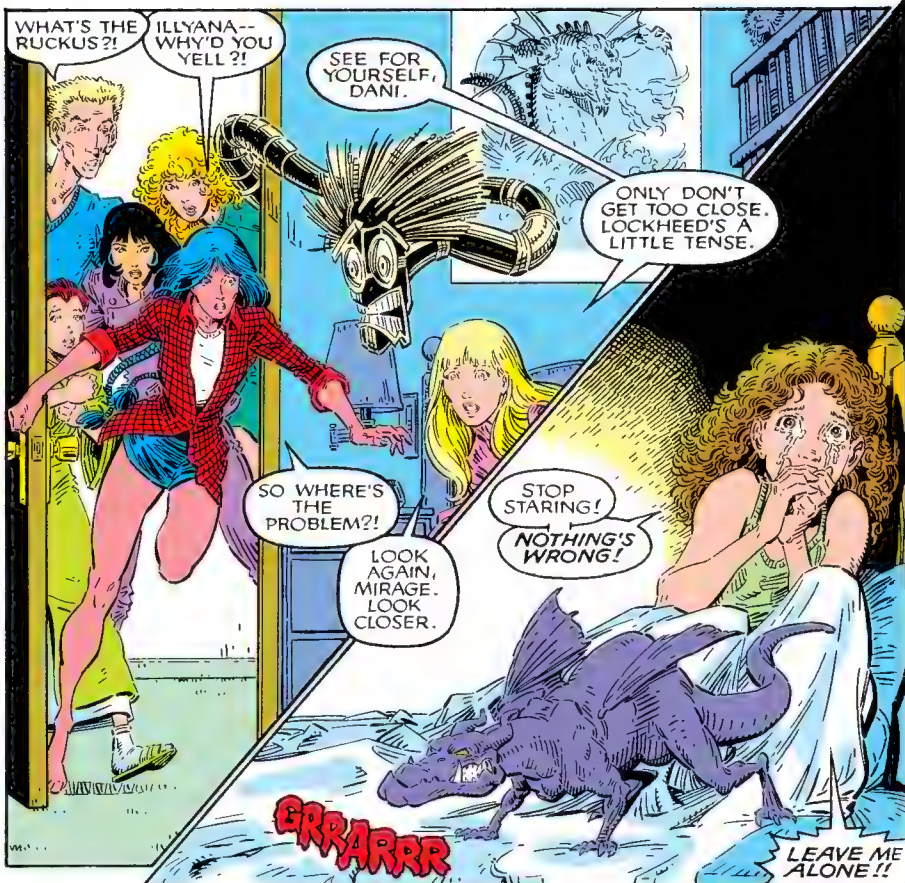
*FOR THAT STORY, SEE THE CURRENT NEW MUTANTS ANNUAL-- AnnN.











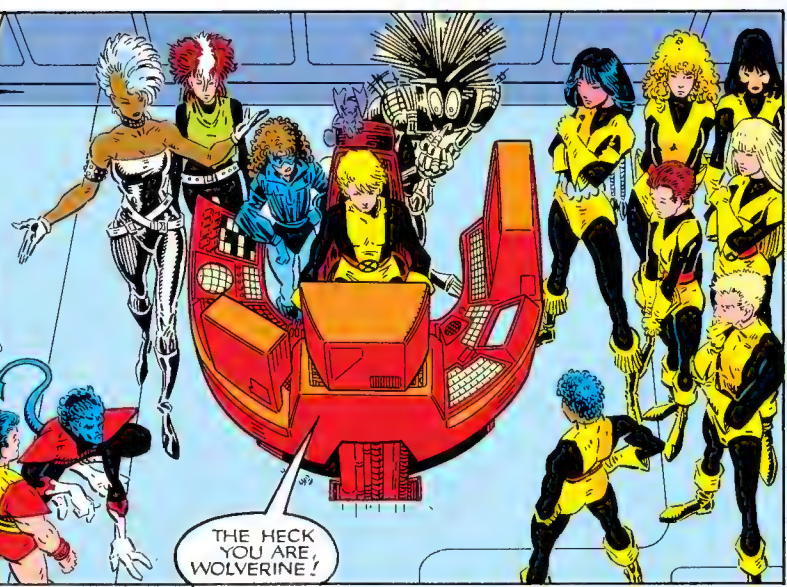
A LITTLE LATER, IN THE UNDERGROUND BRIEFING ROOM...

I DO NOT UNDERSTAND WHY YOU NEW MUTANTS ARE SO UPSET.

AS YOU CAN PLAINLY SEE-- AS I KEEP TELLING YOU--

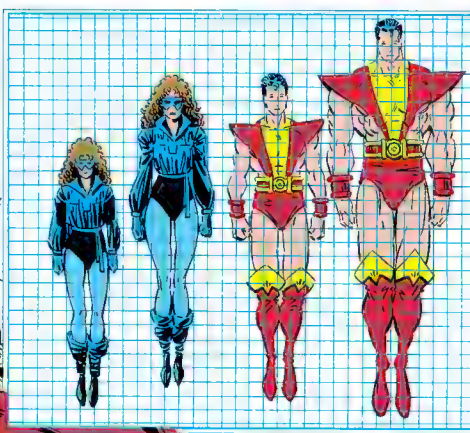
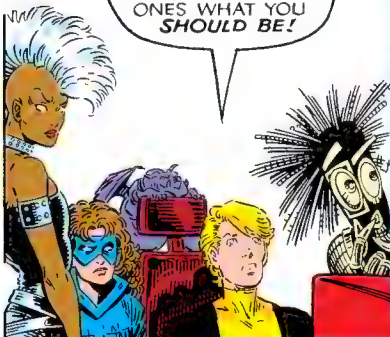
--ALL IS WELL!

NOTHIN'S CHANGED, BRATS. WE'RE THE SAME AS EVER.



THE HECK YOU ARE, WOLVERINE!

LOOK AT THESE HOLOGRAPHIC PROJECTIONS. THE SMALLER IMAGES ARE WHAT YOU ARE, THE BIG ONES WHAT YOU SHOULD BE!

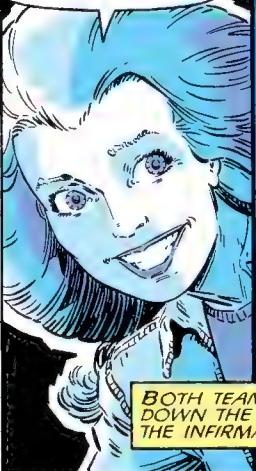


"SOMEHOW, YOU'VE ALL BEEN REGRESSED-- ADULTS INTO TEENAGERS, WHILE THE TEENS ARE ALMOST KIDS AGAIN. AND SINCE YOU ALL SEEM COMPLETELY UNAWARE THAT ANYTHING'S HAPPENED, THE PROCESS MUST BE PSYCHOLOGICAL AS WELL.

"ORIGIN, UNKNOWN. PROGNOSIS, UNKNOWN. CURE..."

"...UNKNOWN."

EXCUSE ME, EVERYONE! BUT OUR MYSTERY GUEST IS AWAKE!

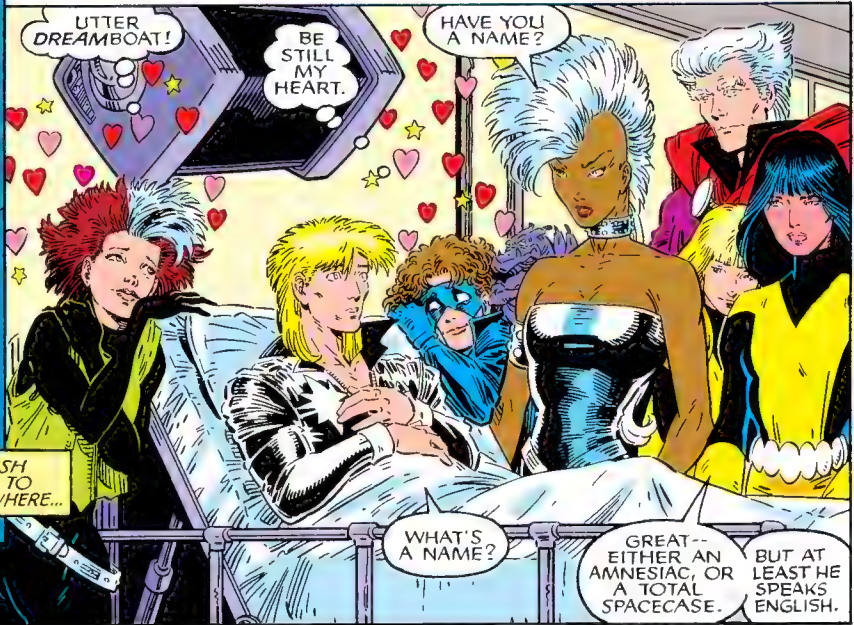


BOTH TEAMS RUSH DOWN THE HALL TO THE INFIRMARY, WHERE...

UTTER DREAMBOAT!

BE STILL MY HEART.

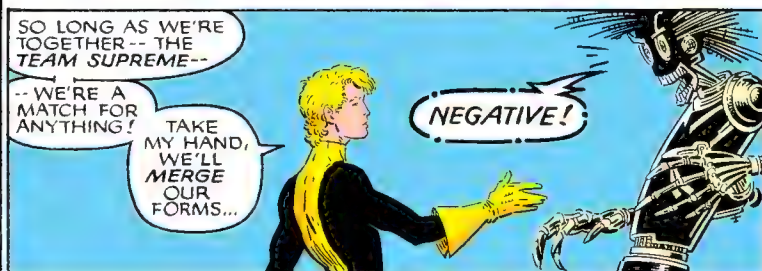
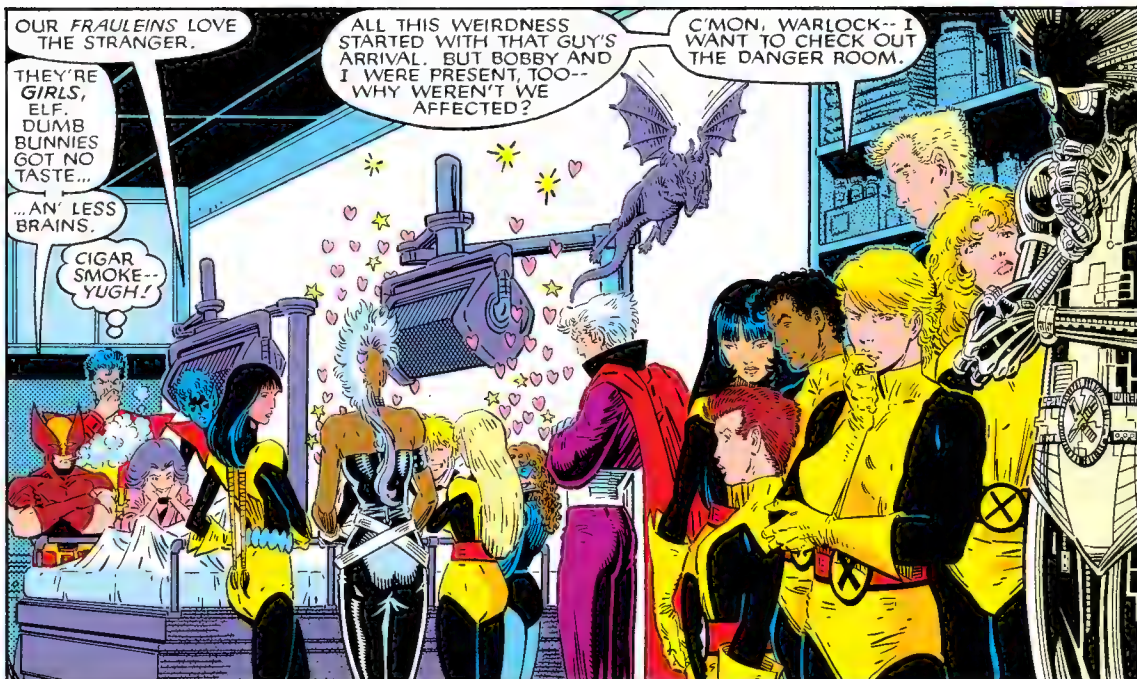
HAVE YOU A NAME?



WHAT'S A NAME?

GREAT-- EITHER AN AMNESIAC, OR A TOTAL SPACECASE.

BUT AT LEAST HE SPEAKS ENGLISH.





WOWIE-ZOWIE-- I DO LOVE SEEING THE WORLD THROUGH YOUR EYES!

IT'S LIKE, THE REST OF MY LIFE, I'M MOSTLY ASLEEP.

THIS IS THE ONLY TIME I'M REALLY, TRULY AWAKE!

THERE IS DANGER IN SUCH THOUGHTS.

I'M NOT SCARED.

SHOULD BE. WILL BE.

OBSERVATION: ENERGY PATTERNS ARE RESIDUE OF TECHNARCH TRANSMODE VIRUS.

DOES THAT MEAN YOUR DAD--MAGUS--IS BEHIND THIS?!

PROBABILITY MINIMAL. ORIGIN OF BASIC TECHNOLOGY IS SELF'S HOMEWORLD, BUT THE FINAL PRODUCT HAS BEEN EXTENSIVELY MODIFIED--ANALAGOUS TO CUSTOMIZED SOFTWARE PROGRAMMING.



SOMETHING DESIGNED THEN FOR A SPECIFIC PURPOSE?

LOGICAL DEDUCTION. COMPARATIVE SIMILARITY ESTABLISHED BETWEEN CURRENT ENERGY MATRICES AND THOSE RECENTLY PERCEIVED AROUND TRANSFORMED YOUTHFUL HUMANS...

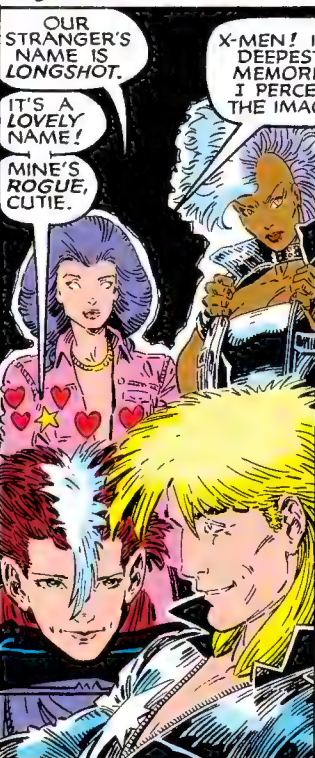


...COLLOQUIAL REFERENT, BRATPACK.

OF COURSE--HOW COULD I HAVE BEEN SO DENSE?!

WE'VE GOT TO WARN THE OTHERS!

Meanwhile...



OUR STRANGER'S NAME IS LONGSHOT.

IT'S A LOVELY NAME!

MINE'S ROGUE, CUTIE.

X-MEN! IN HIS DEEPEST MEMORIES--I PERCEIVE THE IMAGE...

...OF THE CREATURE RESPONSIBLE FOR OUR REGRESSION...

...AND WHERE TO FIND HIM!



THEN WHAT'RE WE WAITIN' FOR, BABE!

LET'S NAIL THE CREEP!

HOLD IT!

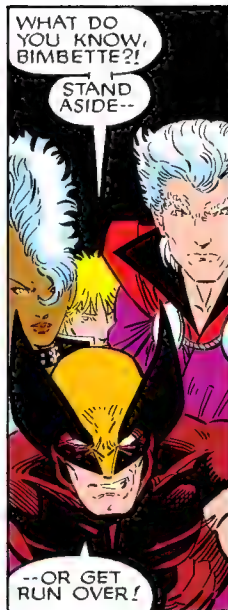


REIN IN, COWBOYS! WHERE D'YOU THINK YOU'RE GOING?!

AFTER THE VILLAIN, MIRAGE!

HE AIN'T GONNA MESS WITH US AGAIN-- EVER!

THIS MAY NOT BE THE SMARTEST MOVE YOU CAN MAKE, GUYS.



WHAT DO YOU KNOW, BIMBETTE?!

STAND ASIDE--

--OR GET RUN OVER!



I DON'T TAKE THAT KIND OF TALK FROM ADULTS, WOLVERINE, MUCH LESS A PUNK-BOY MY OWN AGE.

CHILL OUT, THE LOT OF YOU!



DANI! ORORO!! WE FIGURED THINGS OUT, WE FOUND THE ANSWER !!!

WHAT'S HAPPENING TO THE X-MEN IS A VARIATION ON WHAT THE NEW MUTANTS WENT THROUGH WHEN YOU WERE ALL KIDNAPED...

BY SPIRAL AND MOJO!*

Huh?!?

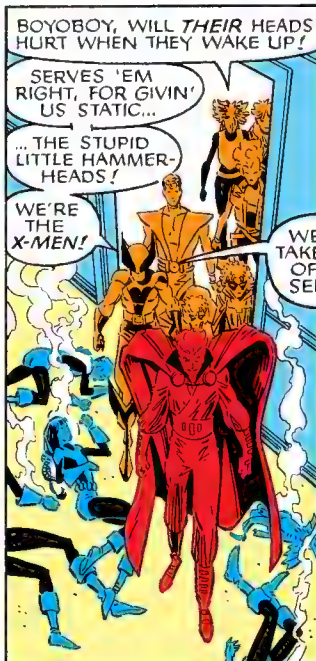
TSK TSK--HOW FOOLISH CAN YOU BABIES BE?

*IN NEW MUTANTS ANNUAL #2--Ann N.



NEVER TURN YOUR BACKS ON THE MASTER OF MAGNETISM!

ZAPOW!



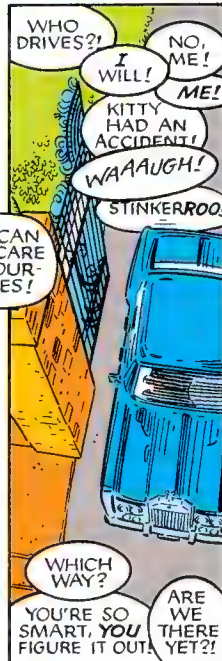
BOYBOY, WILL THEIR HEADS HURT WHEN THEY WAKE UP?

SERVES 'EM RIGHT, FOR GIVIN' US STATIC...

...THE STUPID LITTLE HAMMER-HEADS!

WE'RE THE X-MEN!

WE CAN TAKE CARE OF OURSELVES!



WHO DRIVES?!

NO, ME! I WILL! ME!

KITTY HAD AN ACCIDENT!

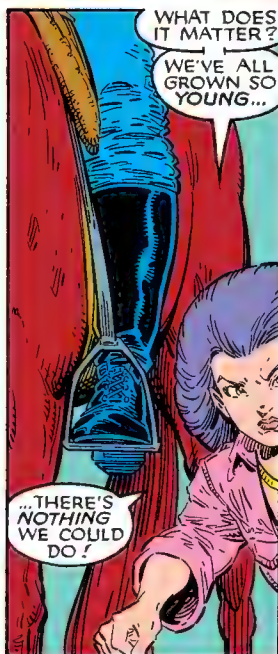
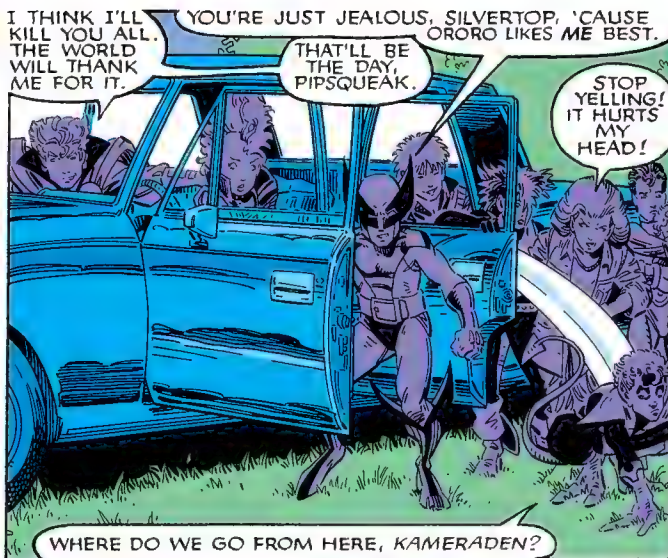
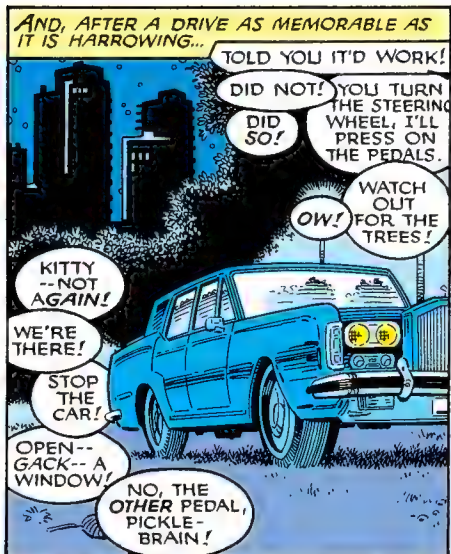
WAAAUGH!

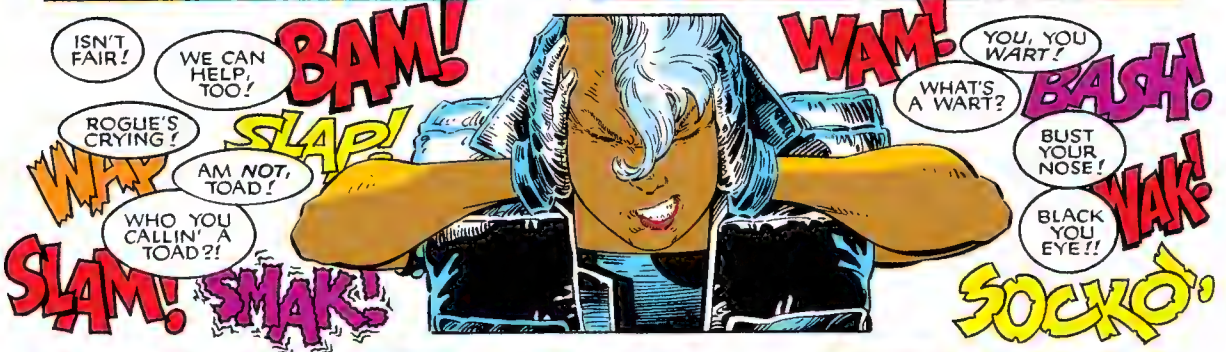
STINKERROO!

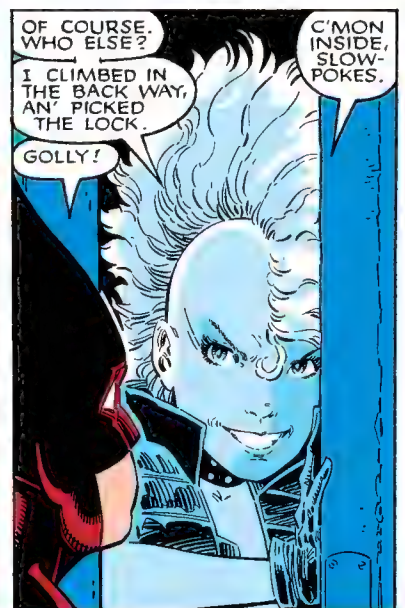
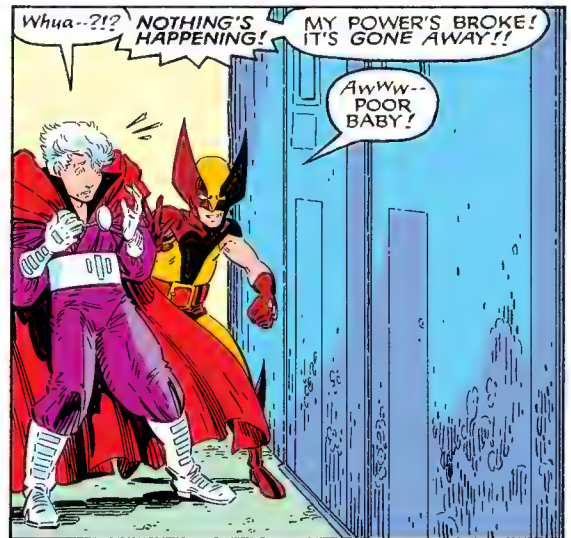
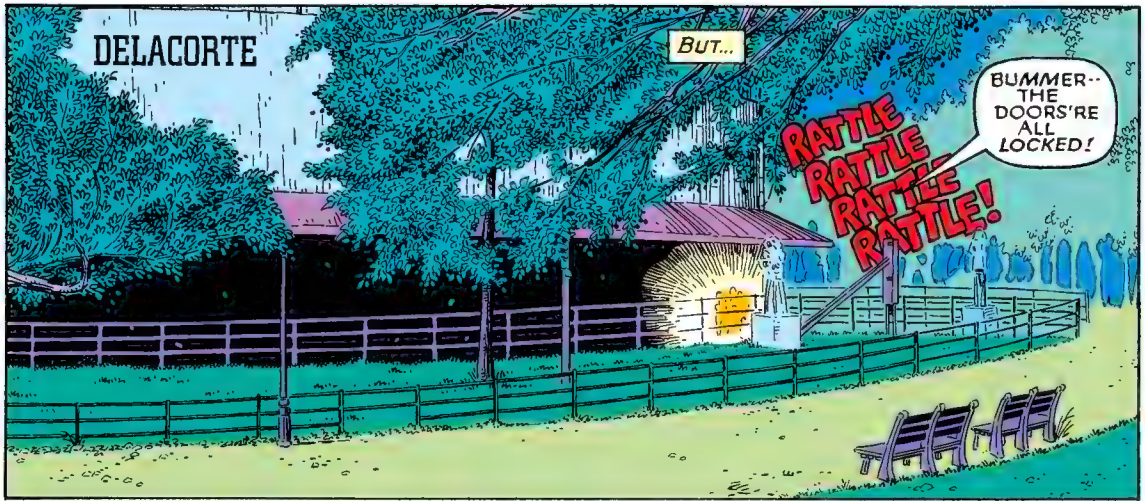
WHICH WAY?

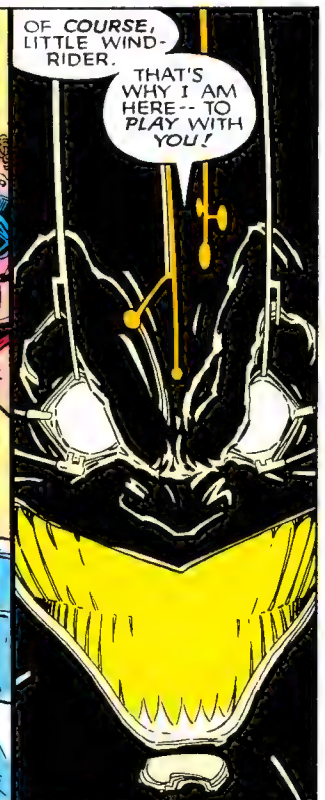
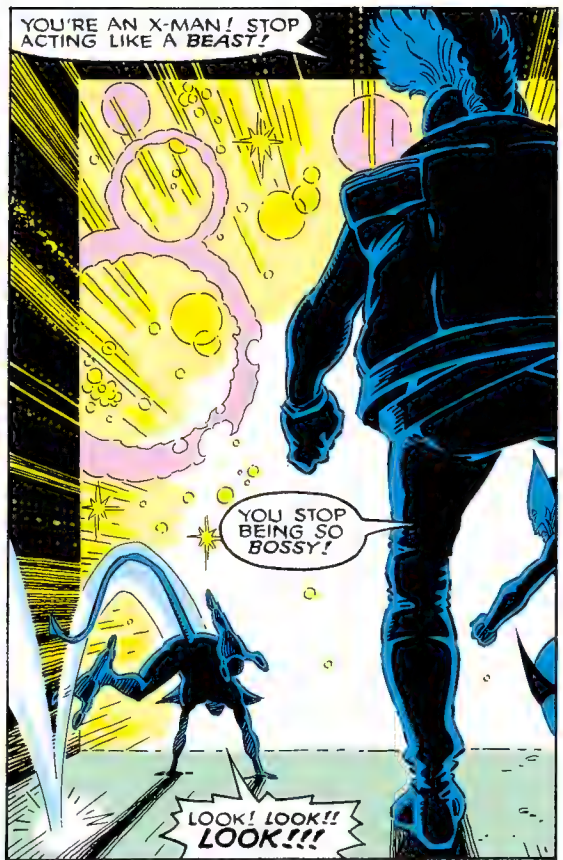
YOU'RE SO SMART, YOU FIGURE IT OUT!

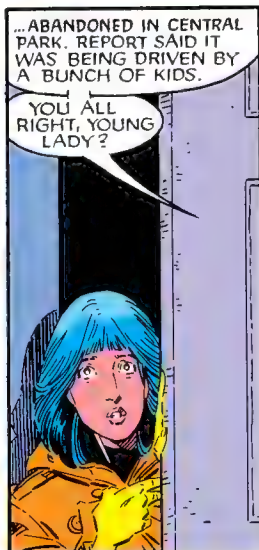
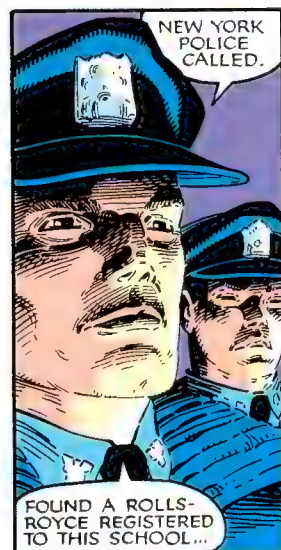
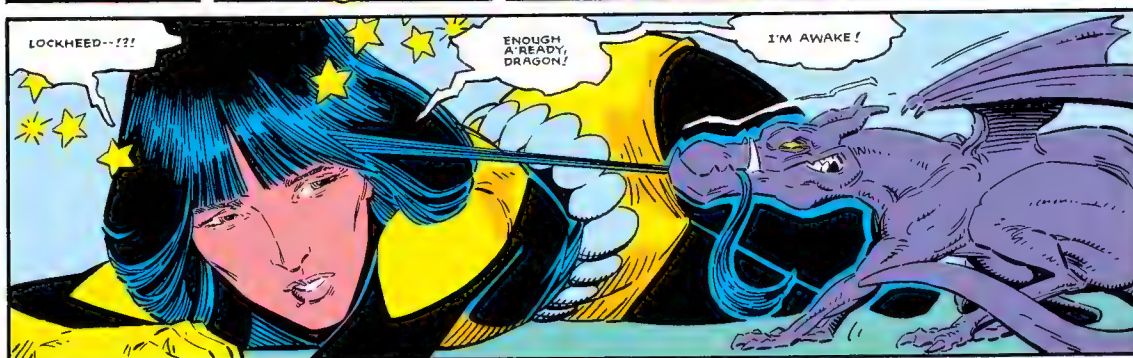
ARE WE THERE YET?!

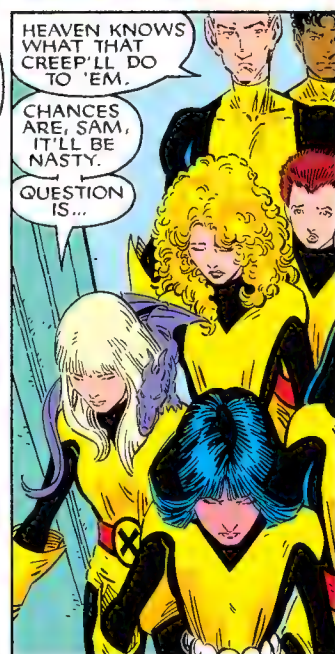
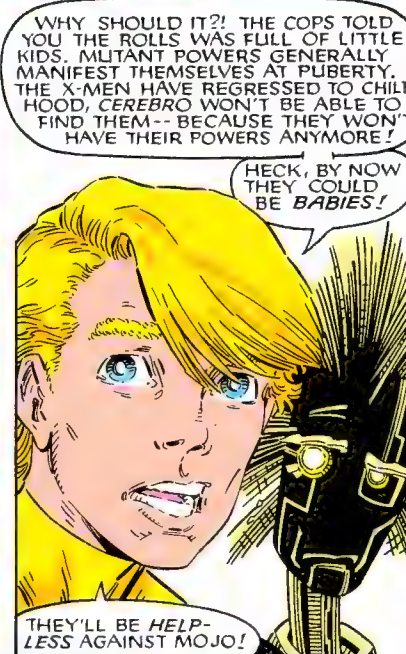
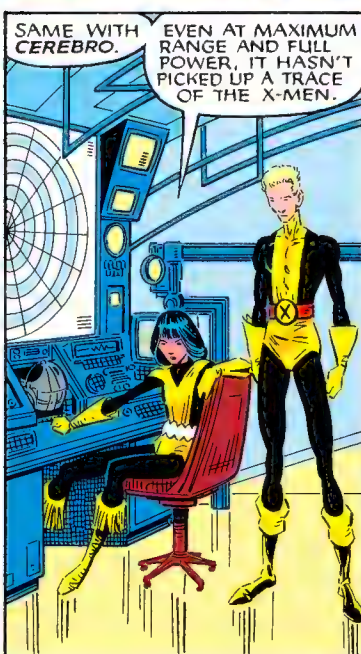
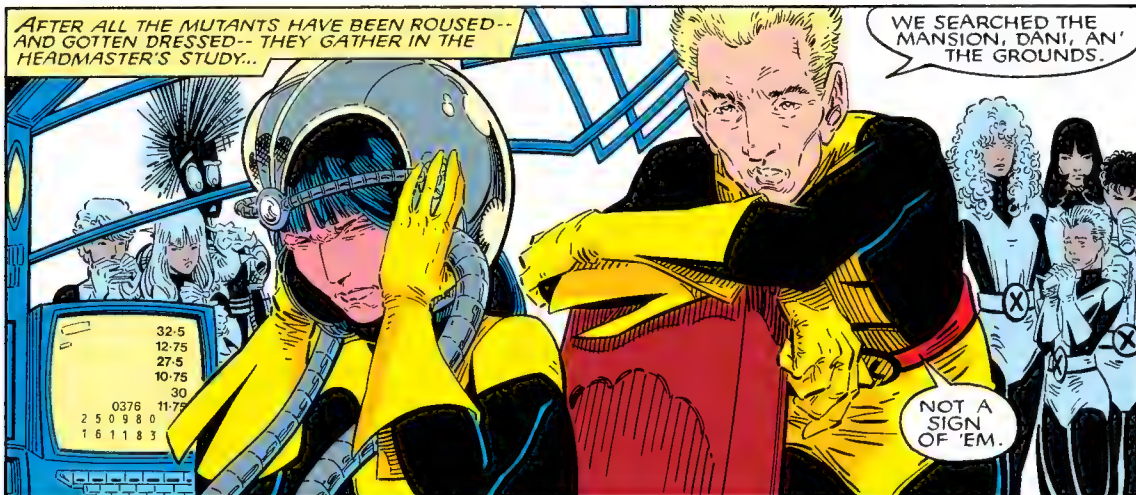


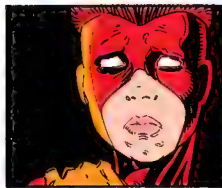












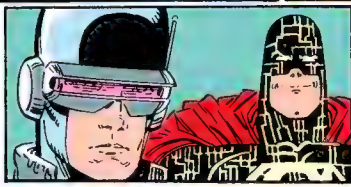
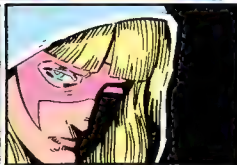
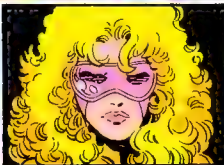
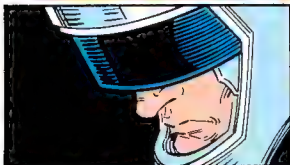
WE'RE NOT READY.

BUT THEN, I GUESS NO ONE EVER IS.

WE'LL START OUR SEARCH IN CENTRAL PARK, WHERE THE POLICE FOUND THE CAR.

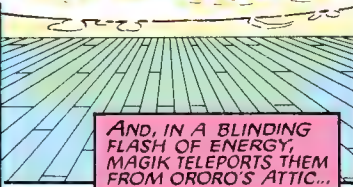


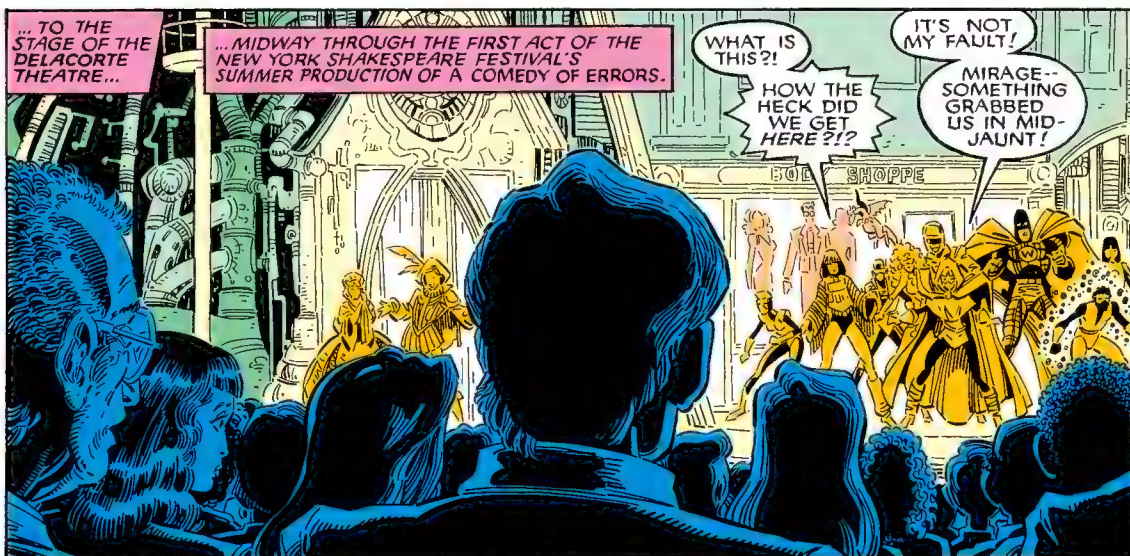
AND, IN A BLINDING FLASH OF ENERGY, MAGIK TELEPORTS THEM FROM ORORO'S ATTIC...



IT WASN'T SUPPOSED TO BE LIKE THIS.

THIS MOMENT'S HAPPENING TOO FAST, TOO SOON.





... TO THE
STAGE OF THE
DELACORTE
THEATRE...

...MIDWAY THROUGH THE FIRST ACT OF THE
NEW YORK SHAKESPEARE FESTIVAL'S
SUMMER PRODUCTION OF A COMEDY OF ERRORS.

WHAT IS
THIS?!

HOW THE
HECK DID
WE GET
HERE???

IT'S NOT
MY FAULT!

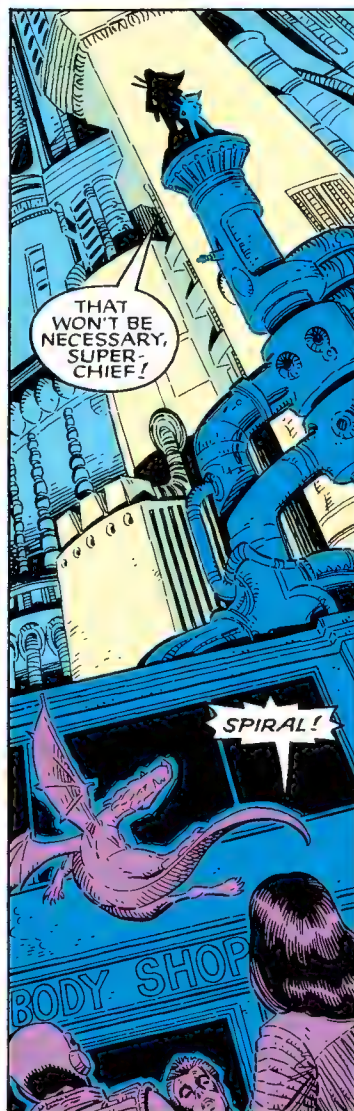
MIRAGE--
SOMETHING
GRABBED
US IN MID-
JAUNT!



EVERYBODY,
STAY ALERT.
PRETEND WE
BELONG.

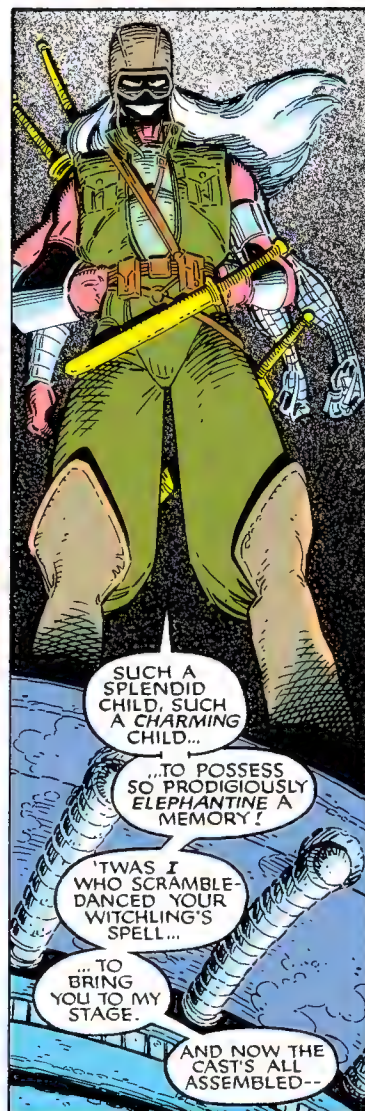
WOLFSBANE--
SOON AS WE'RE
OFF-STAGE,
SHIFT INTO
WOLF-FORM...

... AND
TRY TO
PICK UP A
SCENT.



THAT
WON'T BE
NECESSARY,
SUPER-
CHIEF!

SPIRAL!



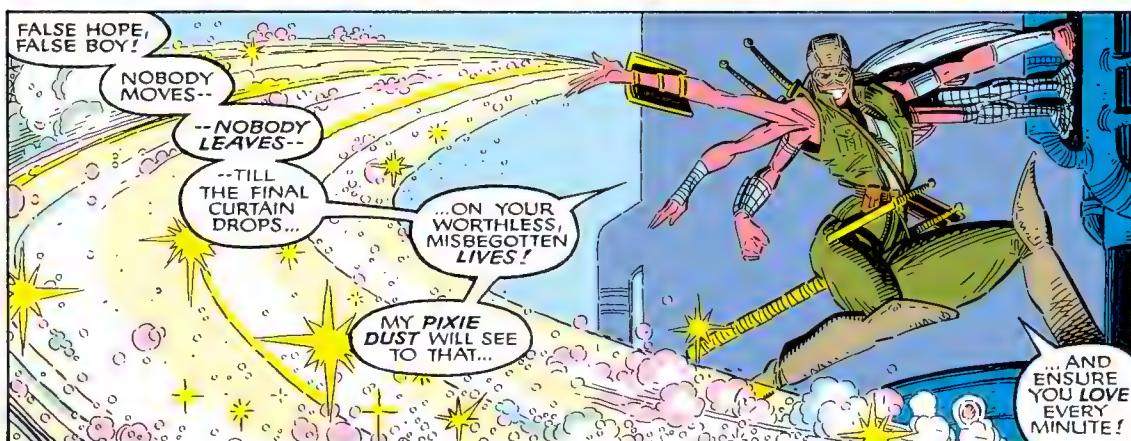
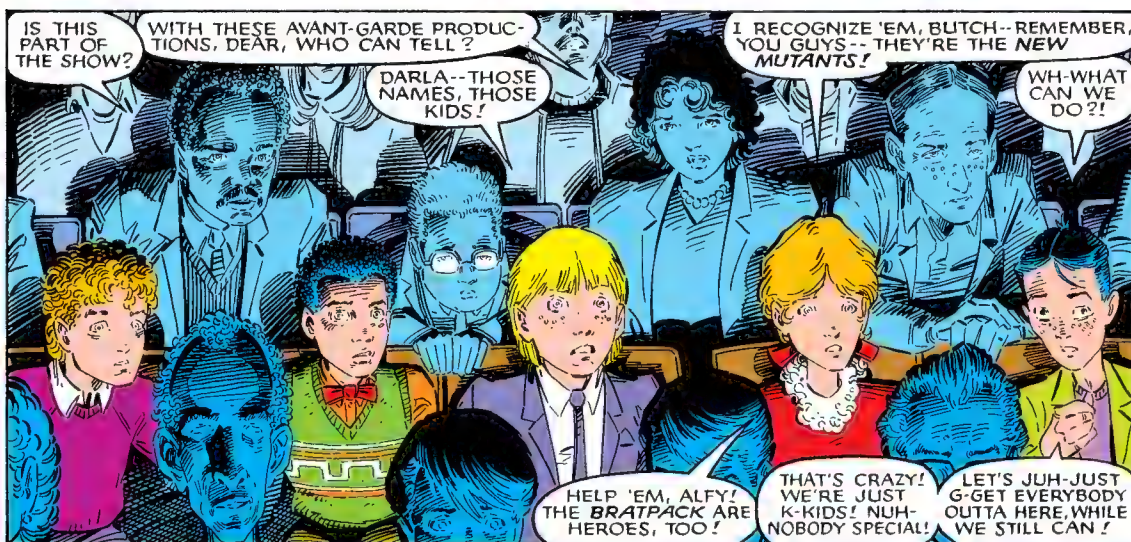
SUCH A
SPLENDID
CHILD, SUCH
A CHARMING
CHILD...

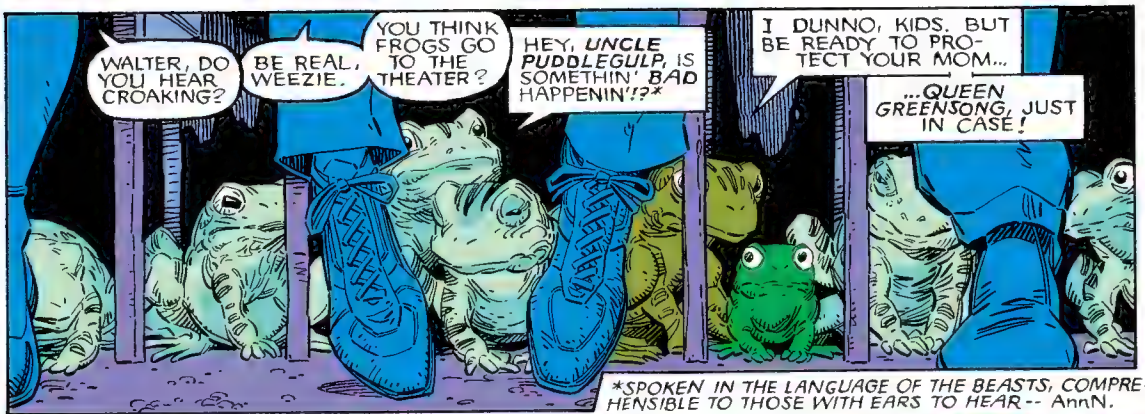
...TO POSSESS
SO PRODIGIOUSLY
ELEPHANTINE A
MEMORY!

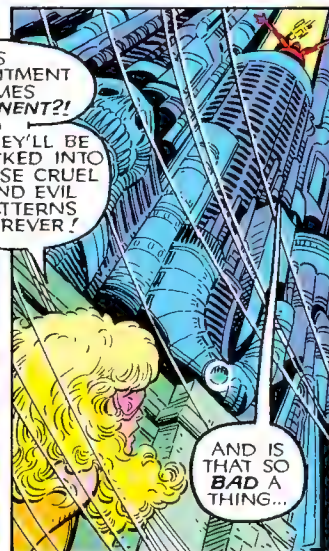
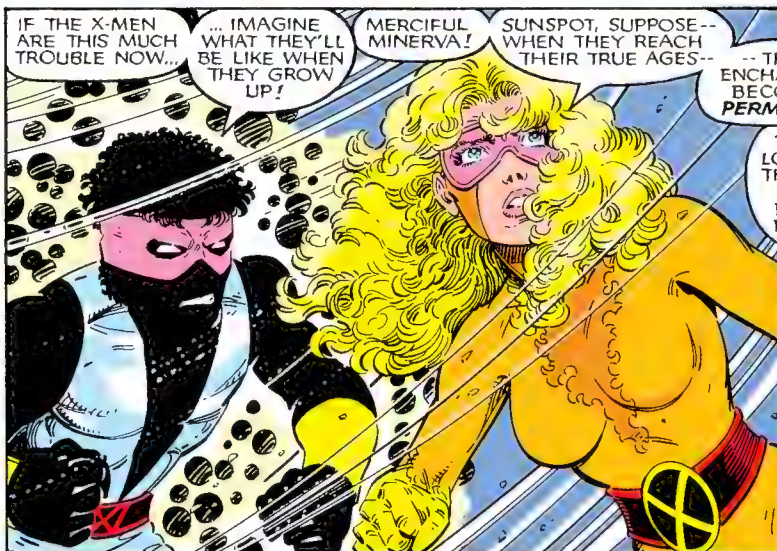
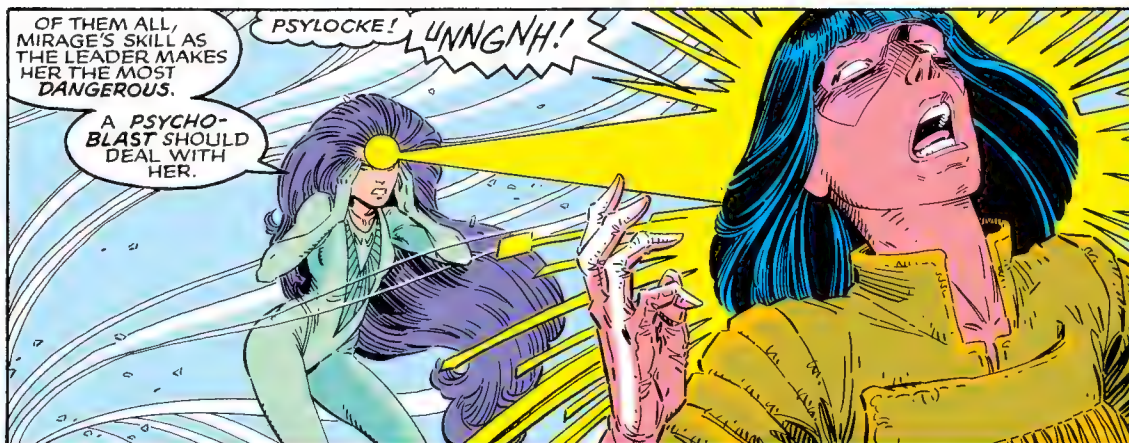
'T WAS I
WHO SCRAMBLE-
DANCED YOUR
WITCHLING'S
SPELL...

... TO
BRING
YOU TO MY
STAGE.

AND NOW THE
CAST'S ALL
ASSEMBLED--







...TO BE MOLDED-- AS YOU BRATINGS SO NEARLY WERE-- IN THE IMAGE OF THE WIZARD OF THE WILDBAYS:

...MOJO!

DAHHLING!

LOVE YOUR SMILE.

Oh, HOW NICE--

--MY SPINEFUL CHATTEL ARE SO GLAD TO BEHOLD THE PRESENCE...

...THEY BEAT THEMSELVES INTO A FRENZY OF ADORATION!

THEY CHEER HIM--

--AS THEY ONCE DID ME.

THE LIMELIGHT CENTER-STAGE SPOTLIGHT WAS MINE...

...UNTIL LUCKY LONGSHOT STOLE IT!

TO SEE HIM IS TO LOVE HIM.

TO KNOW HIM--

--AS I DID--

--SILENCE, SPIRAL!

SUCH THOUGHTS -- TOO MANY MEMORIES -- ARE FATAL!

BETTER BY FAR TO HOLD ONTO HATE...

... WITH ALL YOUR TWISTED, BROKEN HEART...

...THEREIN LIES YOUR GLORY!

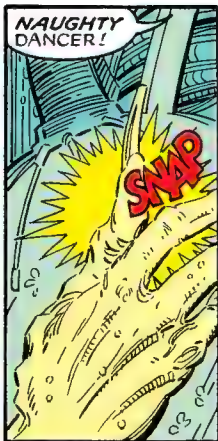
OH DEAR
OH ME
OH MY--

--HOW CLUMSY OF ME!

SO SORRY!

BOOM!

OW!



NAUGHTY
DANCER!



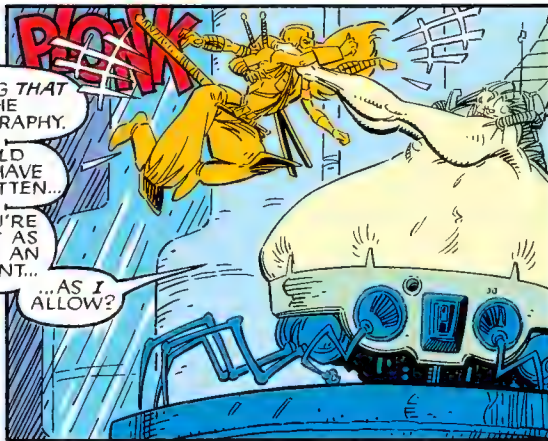
I DON'T
REMEMBER...

...PUTTING THAT
IN THE
CHOREOGRAPHY.

COULD
YOU HAVE
FORGOTTEN...

...YOU'RE
ONLY AS
FREE AN
AGENT...

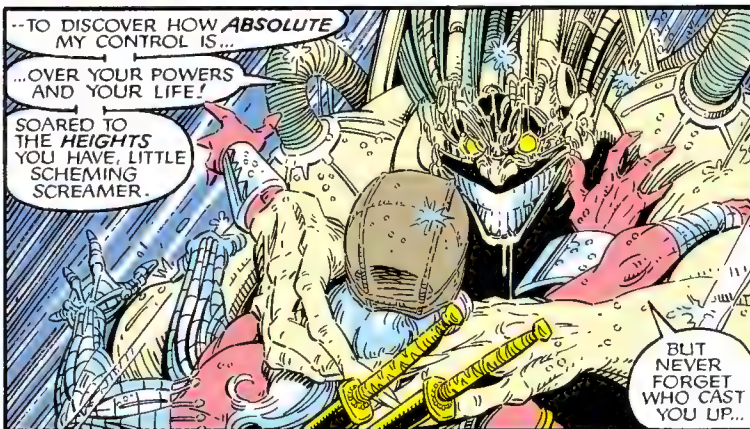
...AS I
ALLOW?



THAT'S
BETTER.

NOW YOU LOOK
HAPPILY PLEASED--

--AS WELL
YOU
SHOULD--

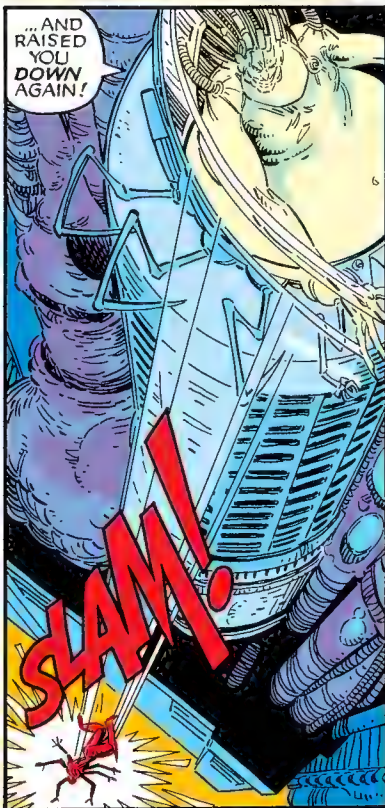


--TO DISCOVER HOW **ABSOLUTE**
MY CONTROL IS...

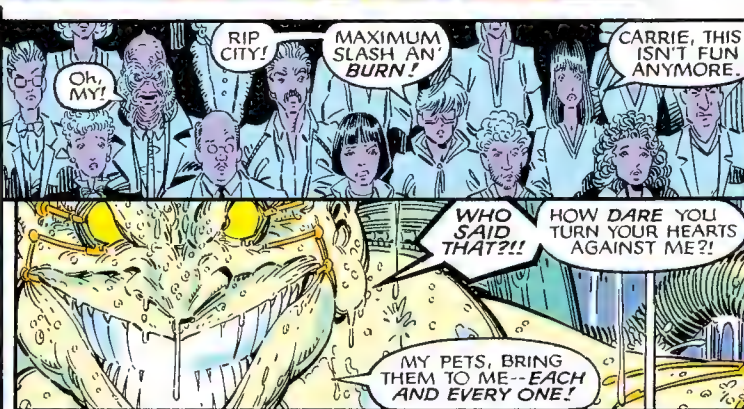
...OVER YOUR POWERS
AND YOUR LIFE!

SOARED TO THE
HEIGHTS
YOU HAVE, LITTLE
SCHEMING
SCREAMER.

BUT
NEVER
FORGET
WHO CAST
YOU UP...



...AND
RAISED
YOU
DOWN
AGAIN!



Oh,
MY!

RIP
CITY!

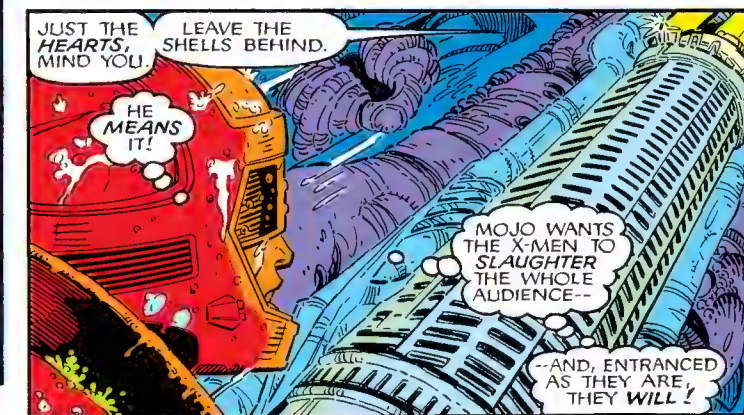
MAXIMUM
SLASH AN
BURN!

CARRIE, THIS
ISN'T FUN
ANYMORE.

WHO
SAID
THAT?!!

HOW DARE YOU
TURN YOUR HEARTS
AGAINST ME?!

MY PETS, BRING
THEM TO ME--EACH
AND EVERY ONE!



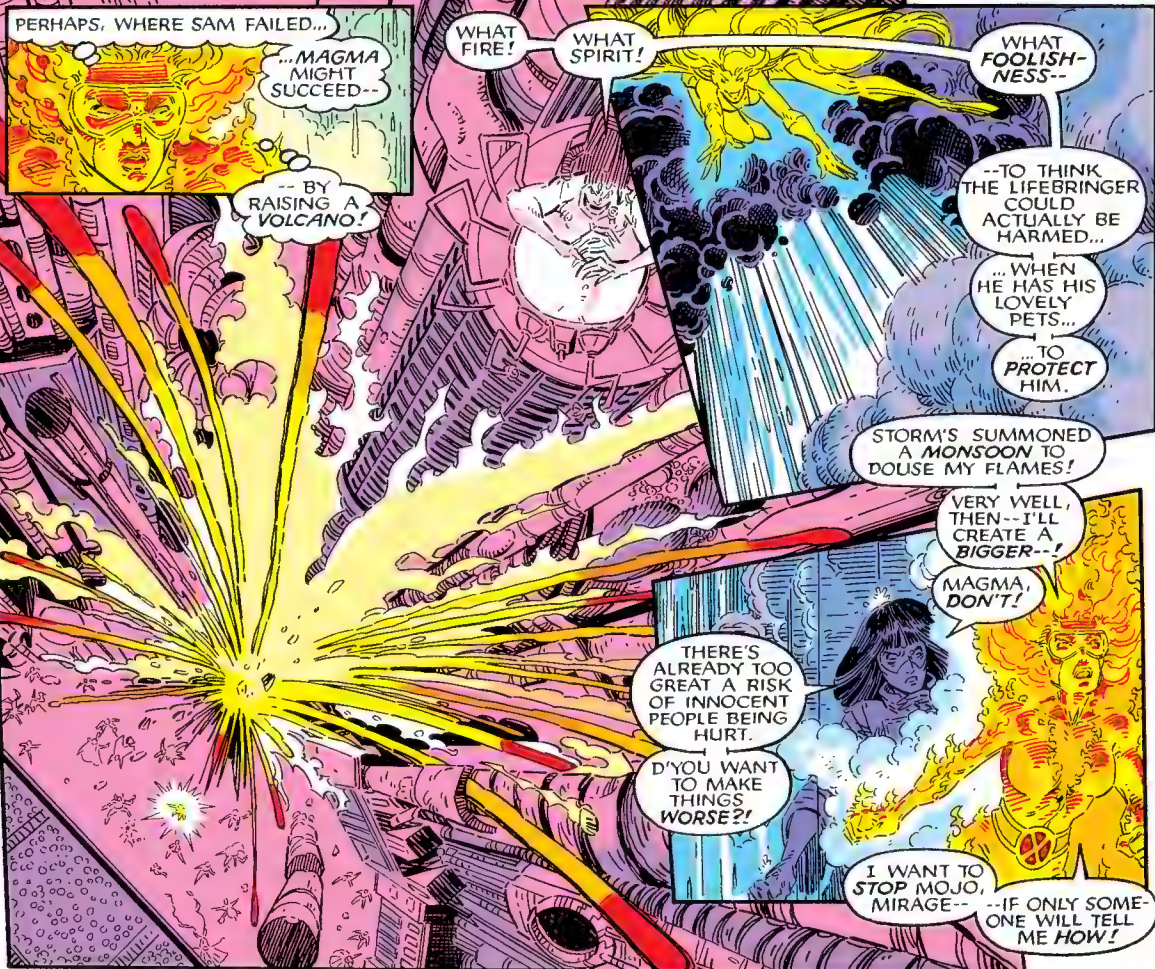
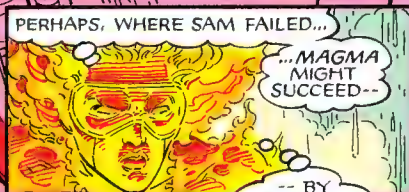
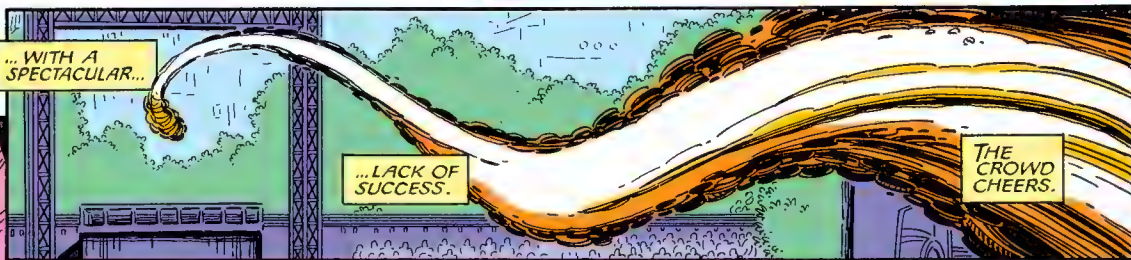
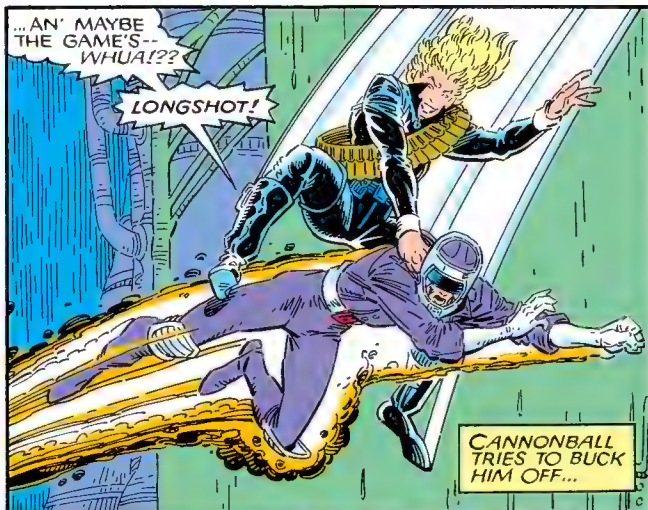
JUST THE
HEARTS,
MIND YOU.

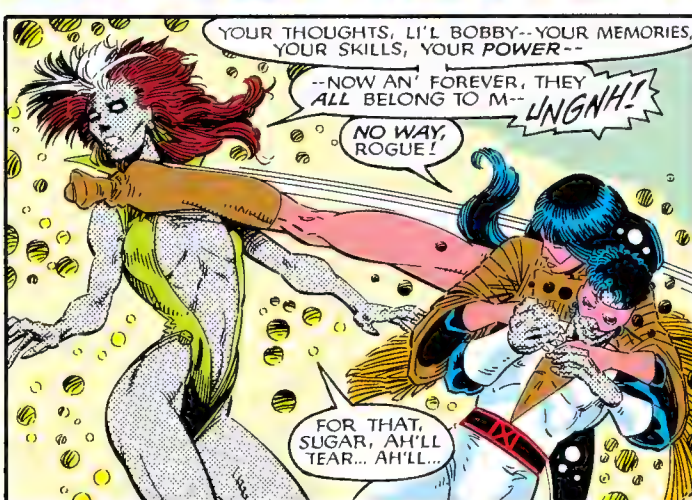
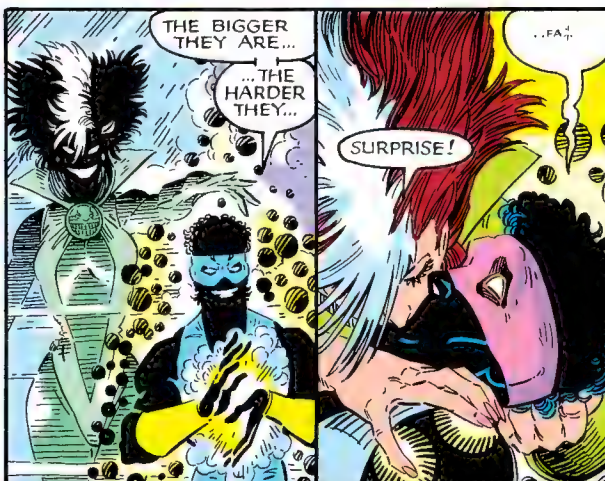
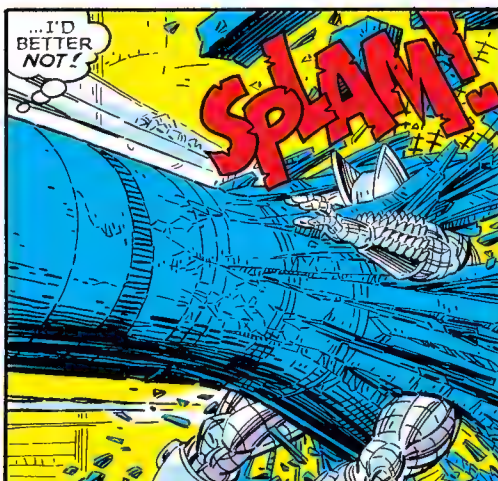
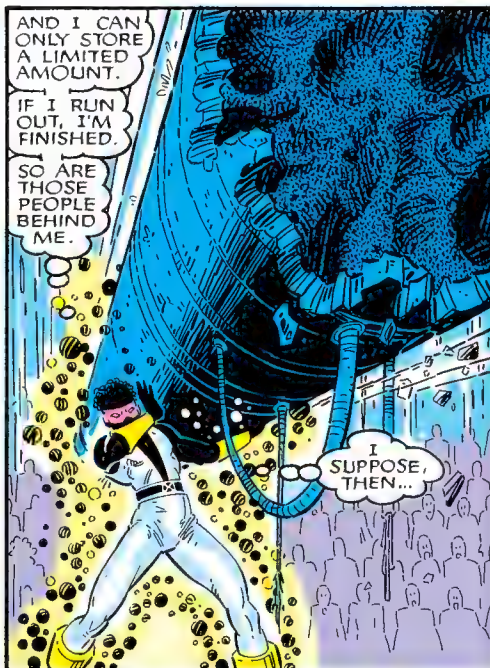
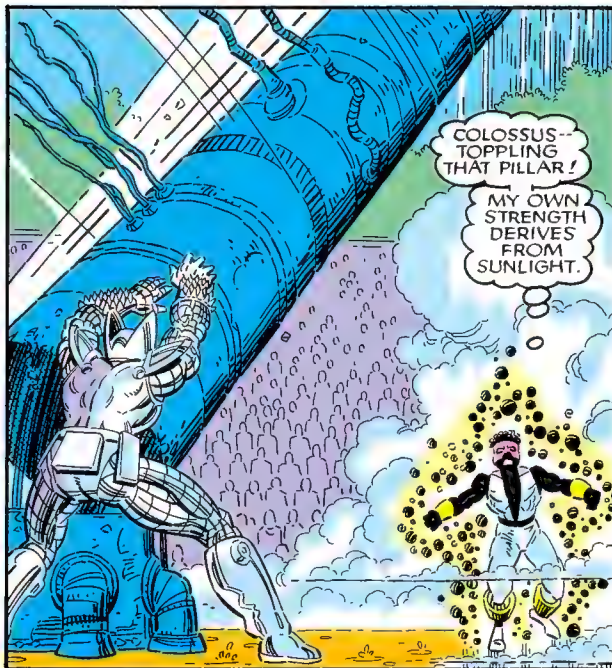
LEAVE THE
SHELLS BEHIND.

HE
MEANS
IT!

MOJO WANTS
THE X-MEN TO
SLAUGHTER
THE WHOLE
AUDIENCE--

--AND, ENTRANCED
AS THEY ARE,
THEY WILL!

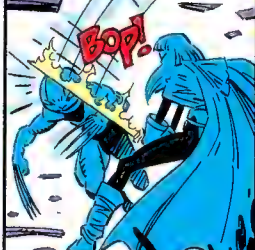




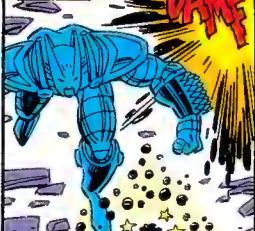
AS ROGUE STRUGGLES TO RECONCILE WHO SHE IS WITH WHO SHE WAS...



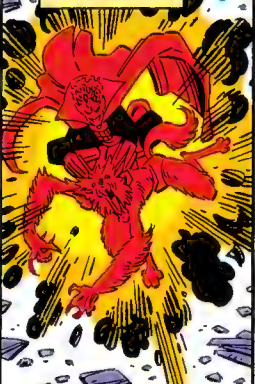
...NIGHTCRAWLER CONCENTRATES...



...ON HAVING A MARVELOUS TIME...

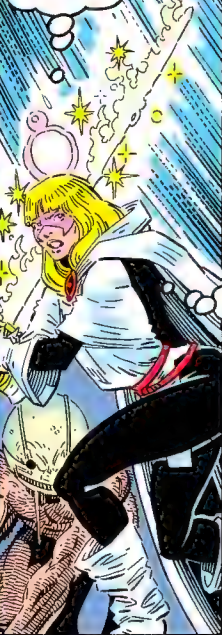


...AT WOLFSBANE'S EXPENSE.



MY SOULSWORD STAGGERED WOLVIE!

BUT IT CAN ONLY AFFECT MAGIC--
DISRUPTING SPELLS AND ARCANIC BEINGS!

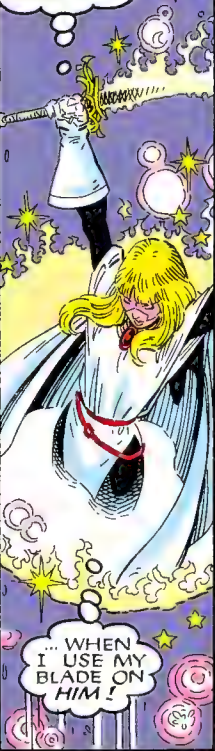


WHATEVER MOJO DID TO THE X-MEN, THEN...

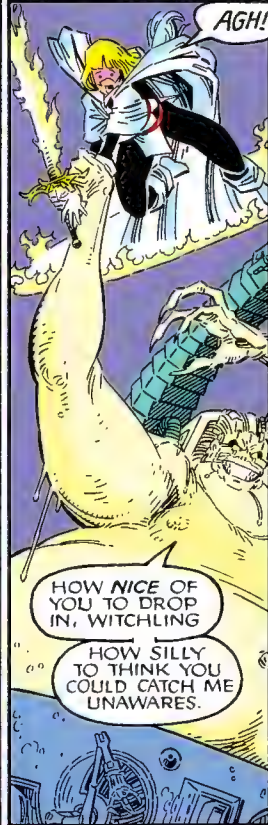
...IT MUST BE A FORM OF SORCERY!



GREAT! LET'S SEE HOW THE BLOAT LIKES IT...



WHEN I USE MY BLADE ON HIM!



AGH!

HOW NICE OF YOU TO DROP IN, WITCHLING

HOW SILLY TO THINK YOU COULD CATCH ME UNAWARES.

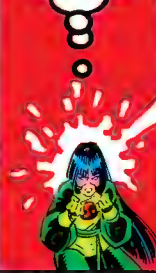
TIME IS ON MOJO'S SIDE. THE LONGER THIS BATTLE TAKES...



...THE MORE COMPLETE BECOMES HIS HOLD OVER THE X-MEN.

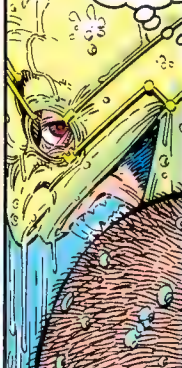
PERHAPS, BY POSSESSING WOLVERINE...

...I CAN BREAK IT!



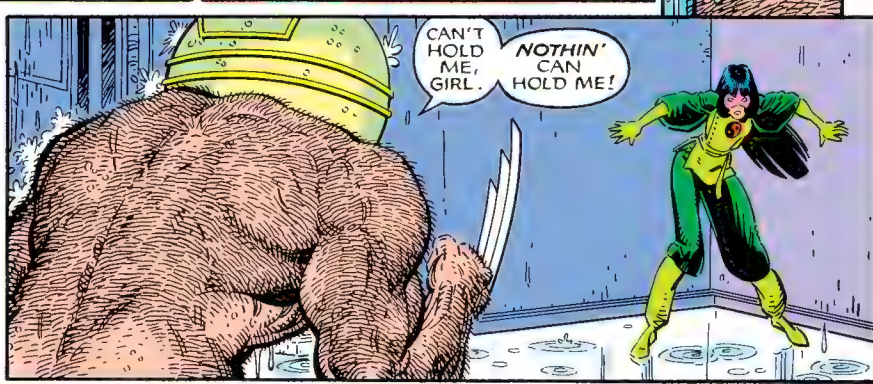
SACRE MERE--

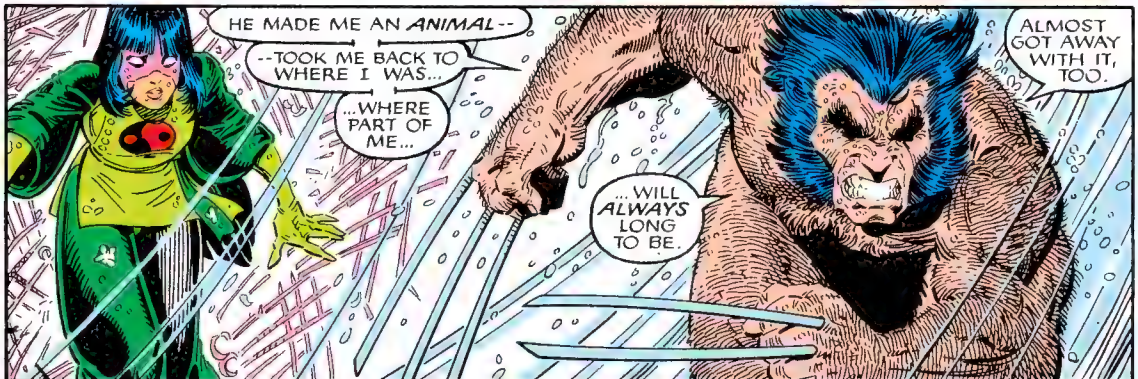
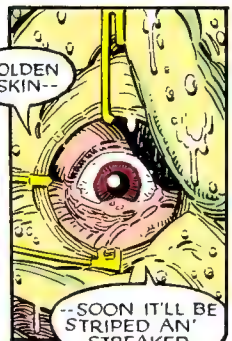
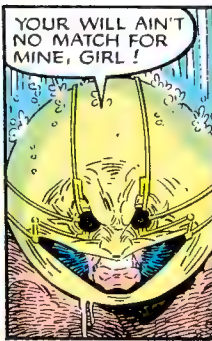
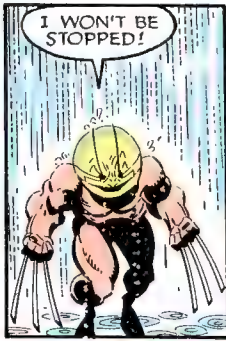
--HE RESISTS!

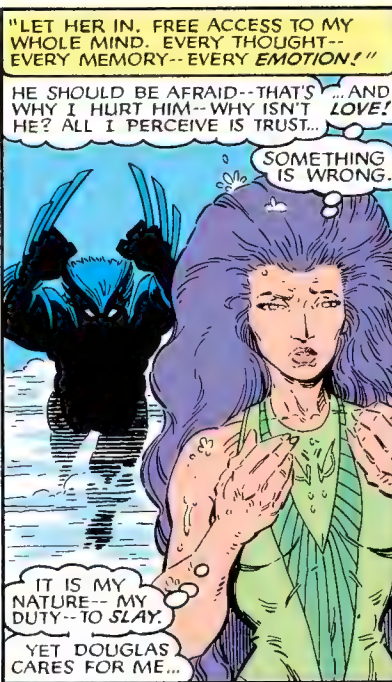
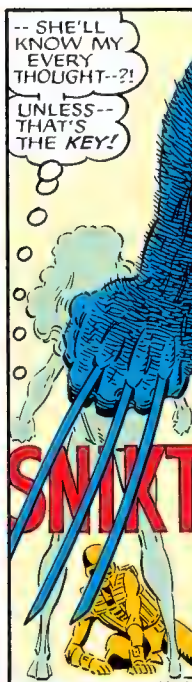
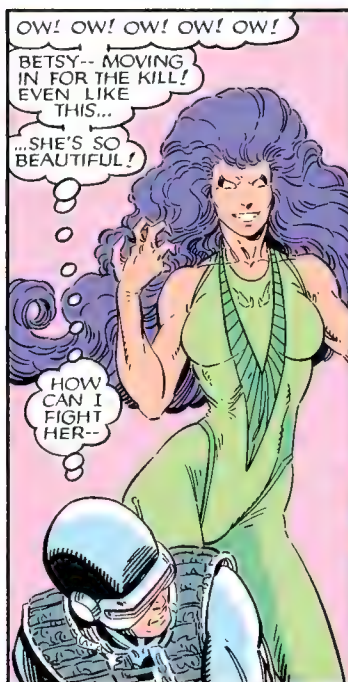
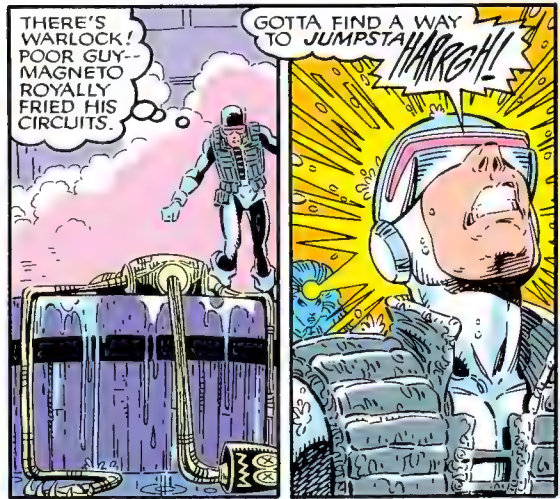
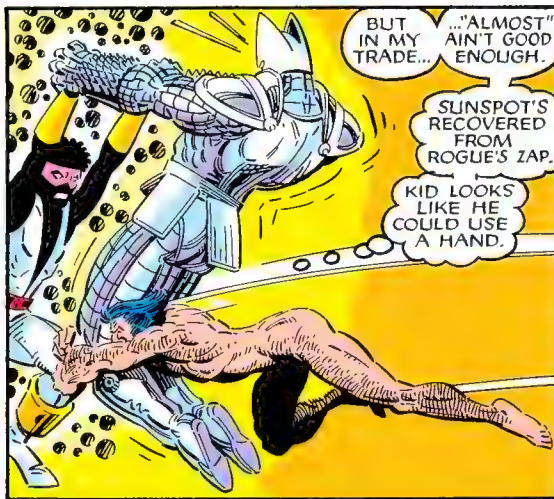


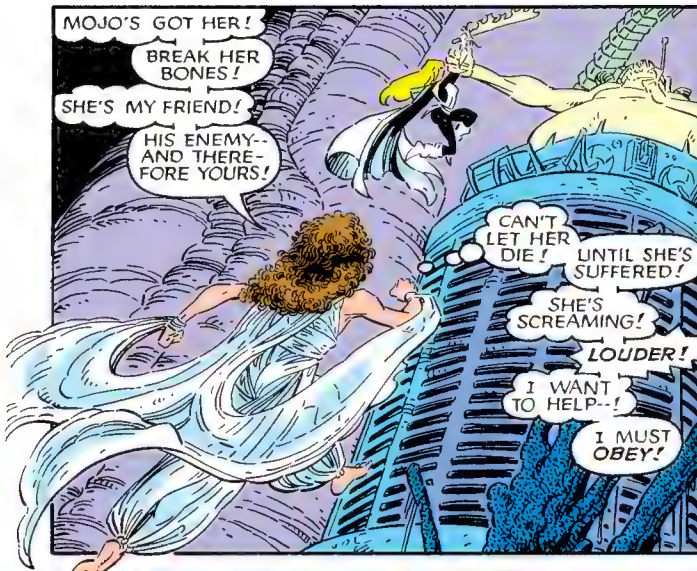
CAN'T HOLD ME, GIRL.

NOTHIN' CAN HOLD ME!



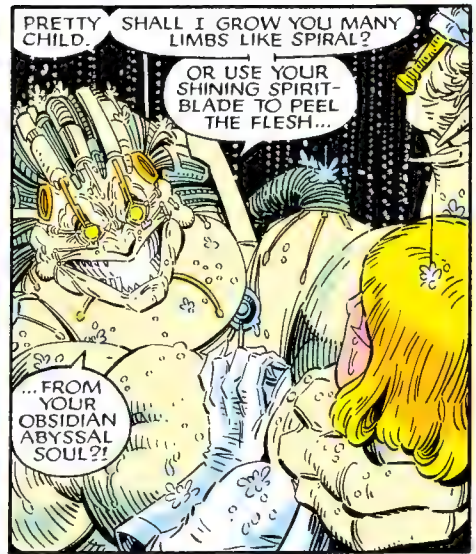




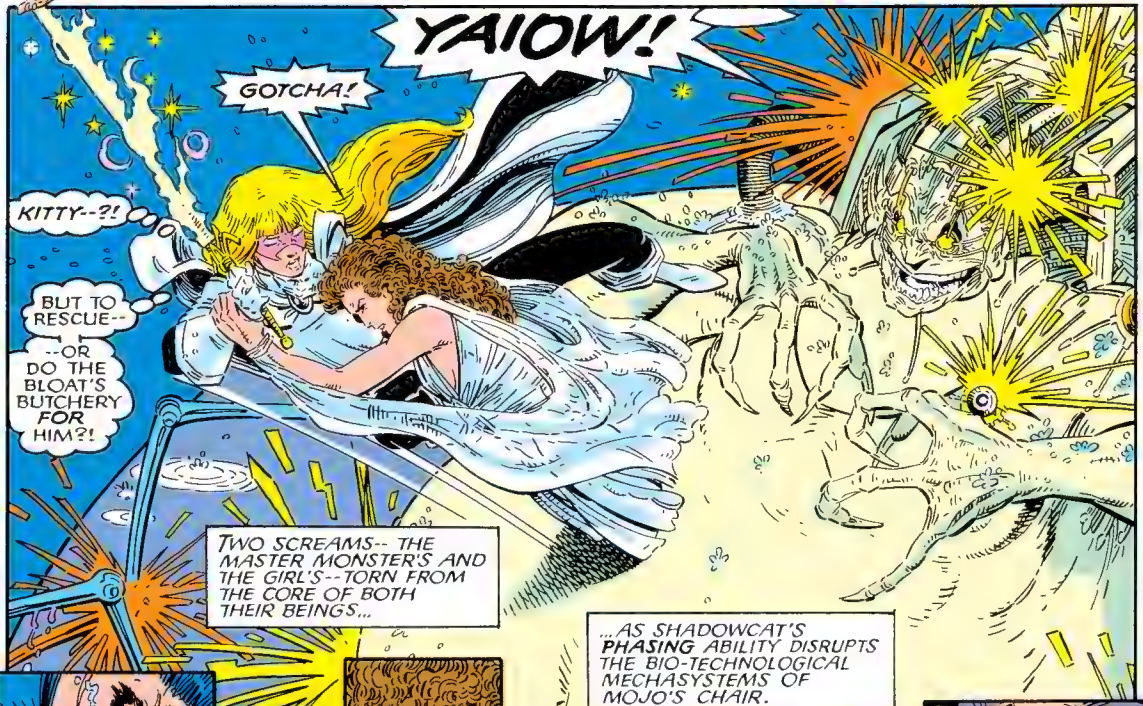


MOJO'S GOT HER!
BREAK HER BONES!
SHE'S MY FRIEND!
HIS ENEMY--
AND THERE-
FORE YOURS!

CAN'T LET HER
DIE!
UNTIL SHE'S
SUFFERED!
SHE'S SCREAMING!
LOUDER!
I WANT TO HELP--!
I MUST OBEY!



PRETTY CHILD. SHALL I GROW YOU MANY LIMBS LIKE SPIRAL?
OR USE YOUR SHINING SPIRIT-BLADE TO PEEL THE FLESH...
...FROM YOUR OBLIVIAN ABYSSAL SOUL?!



KITTY--?!

BUT TO RESCUE--
--OR DO THE BLOAT'S BUTCHERY FOR HIM?!

YAOW!

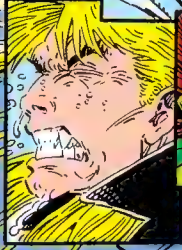
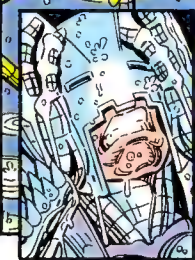
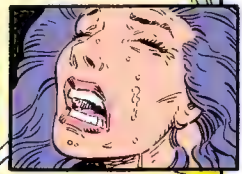
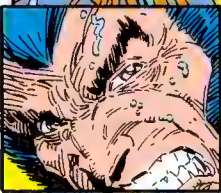
GOTCHA!

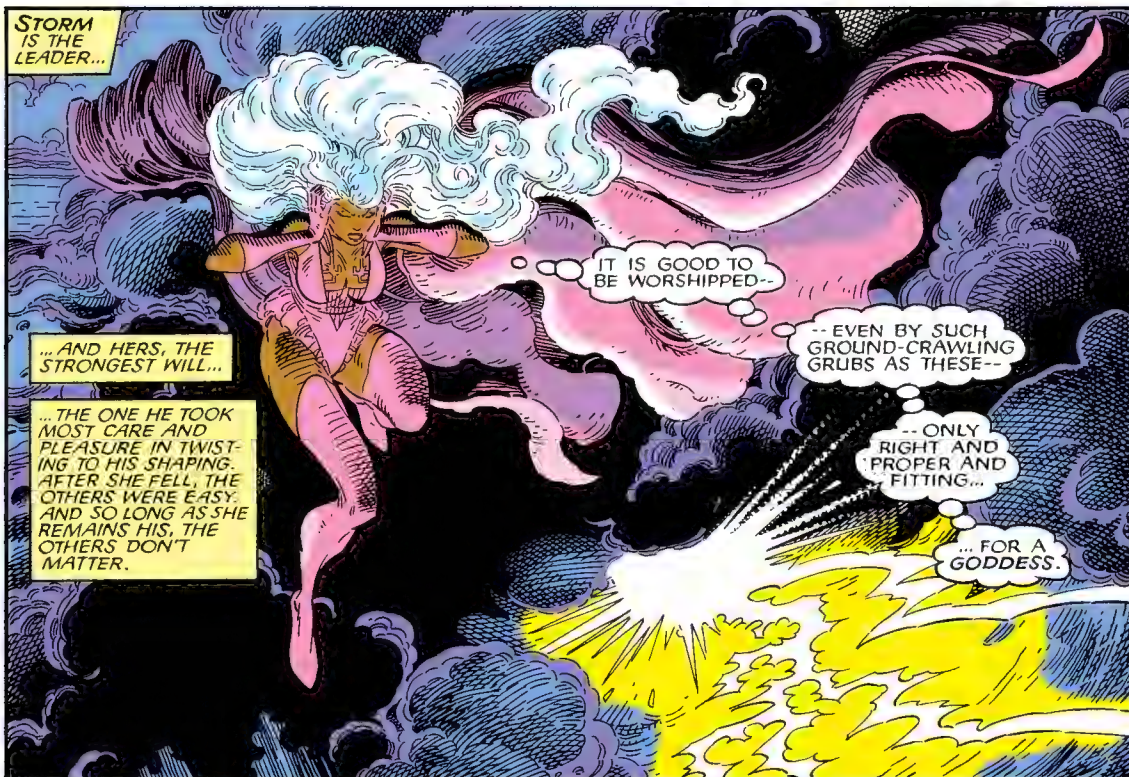
TWO SCREAMS-- THE MASTER MONSTER'S AND THE GIRL'S--TORN FROM THE CORE OF BOTH THEIR BEINGS...

...AS SHADOWCAT'S PHASING ABILITY DISRUPTS THE BIO-TECHNOLOGICAL MECHASYSTEMS OF MOJO'S CHAIR.

BAD AS THE EXPERIENCE IS FOR HIM...

...IT'S FAR WORSE FOR HIS PETS.





STORM
IS THE
LEADER...

... AND HERS, THE
STRONGEST WILL...

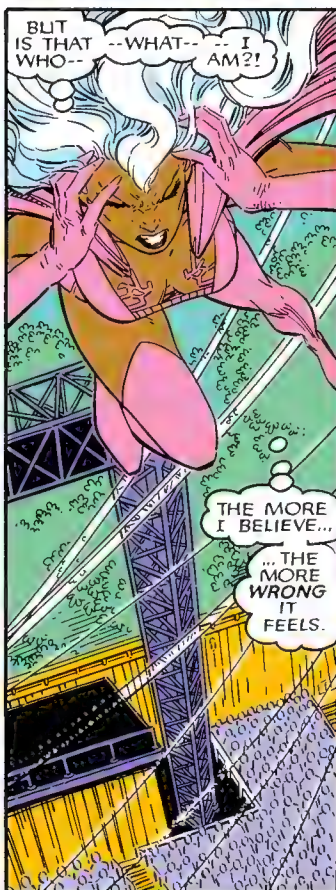
... THE ONE HE TOOK
MOST CARE AND
PLEASURE IN TWIST-
ING TO HIS SHAPING.
AFTER SHE FELL, THE
OTHERS WERE EASY.
AND SO LONG AS SHE
REMAINS HIS, THE
OTHERS DON'T
MATTER.

IT IS GOOD TO
BE WORSHIPPED--

-- EVEN BY SUCH
GROUND-CRAWLING
GRUBS AS THESE--

-- ONLY
RIGHT AND
PROPER AND
FITTING...

... FOR A
GODDESS.



BUT
IS THAT
WHO-- --WHAT-- -- I
WHO-- --AM?!

THE MORE
I BELIEVE...

... THE
MORE
WRONG
IT FEELS.



DISHARMONY...

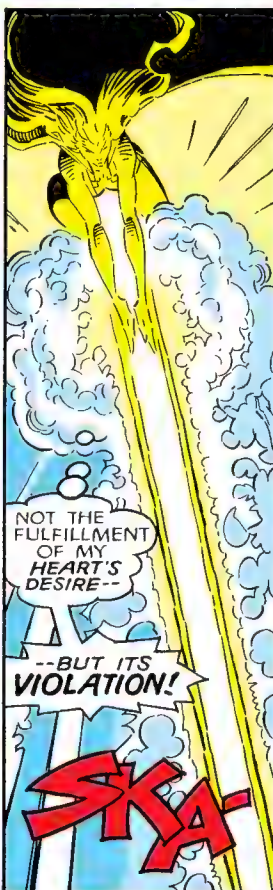
...WITH
MYSELF...

...MY
WORLD.



WHAT I
WAS BORN
TO DO, THAT
IS TRUE--

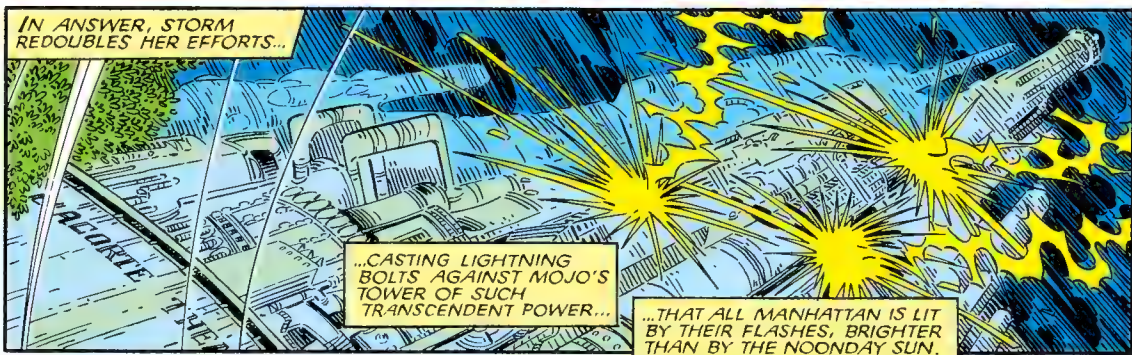
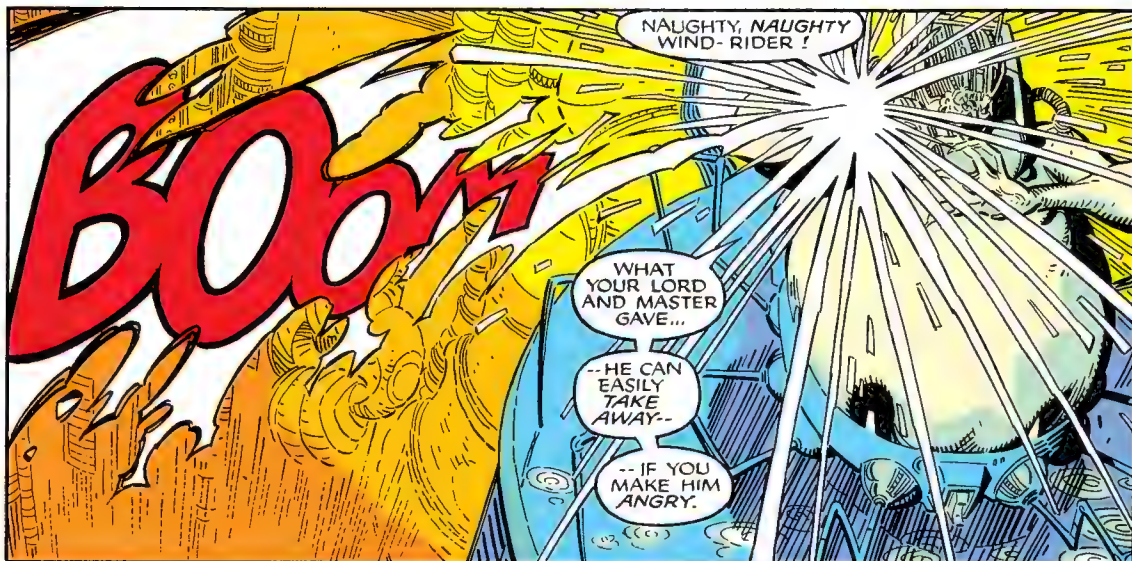
--BUT...
NOT HOW
I WAS BORN
TO DO IT!

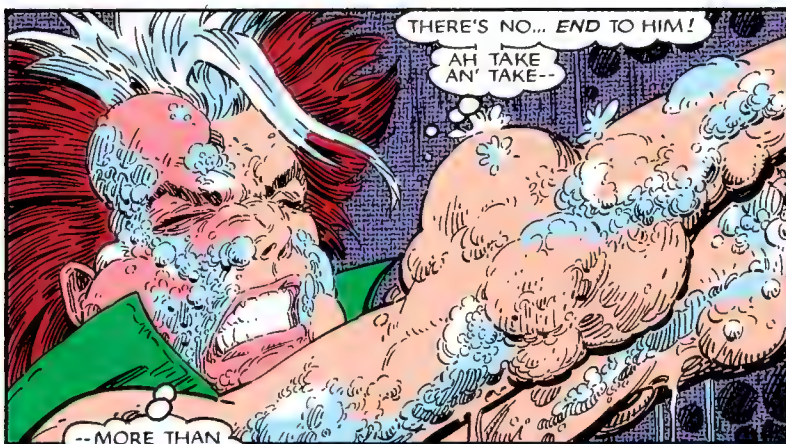


NOT THE
FULFILLMENT
OF MY
HEART'S
DESIRE--

--BUT ITS
VIOLATION!

SKA-





THERE'S NO... END TO HIM!

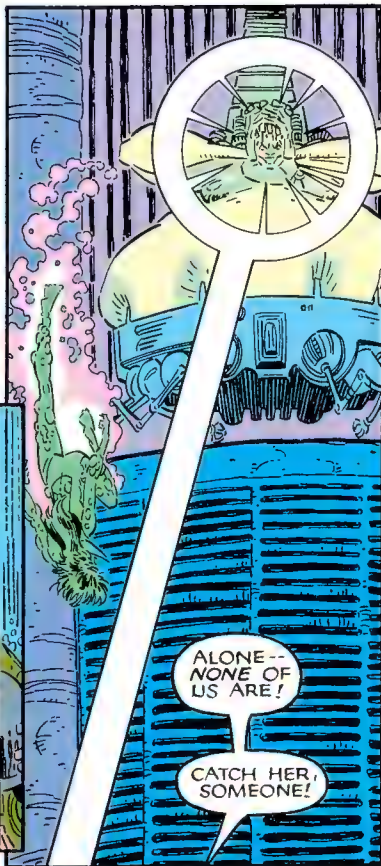
AH TAKE AN' TAKE--

--MORE THAN AH'VE EVER ABSORBED, FROM ANYBODY--

--SO SICK AN' FOUL AN' AWFUL, HE'S AN ABOMINATION...

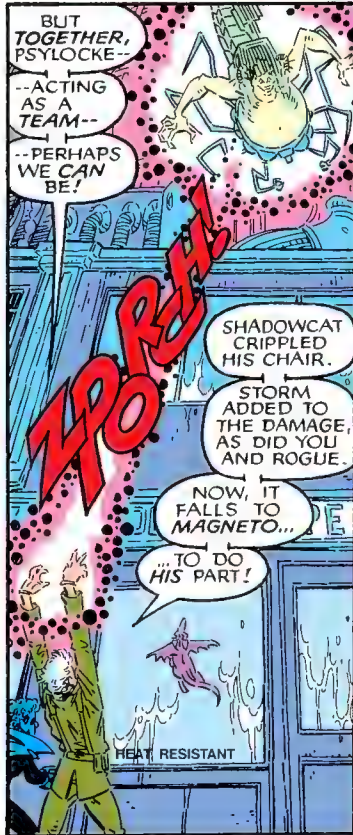
...THAT GOES ON FOREVER!

ROGUE'S NO MATCH FOR MOJO!



ALONE-- NONE OF US ARE!

CATCH HER, SOMEONE!



BUT TOGETHER, PSYLOCKE--

--ACTING AS A TEAM--

--PERHAPS WE CAN BE!

ZPOREH!

SHADOWCAT CRIPPLED HIS CHAIR.

STORM ADDED TO THE DAMAGE, AS DID YOU AND ROGUE.

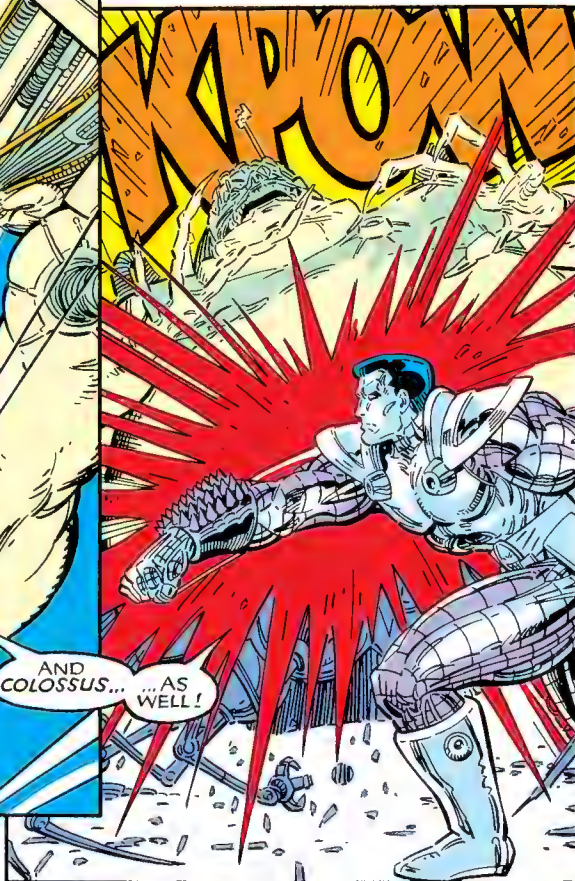
NOW, IT FALLS TO MAGNETO...

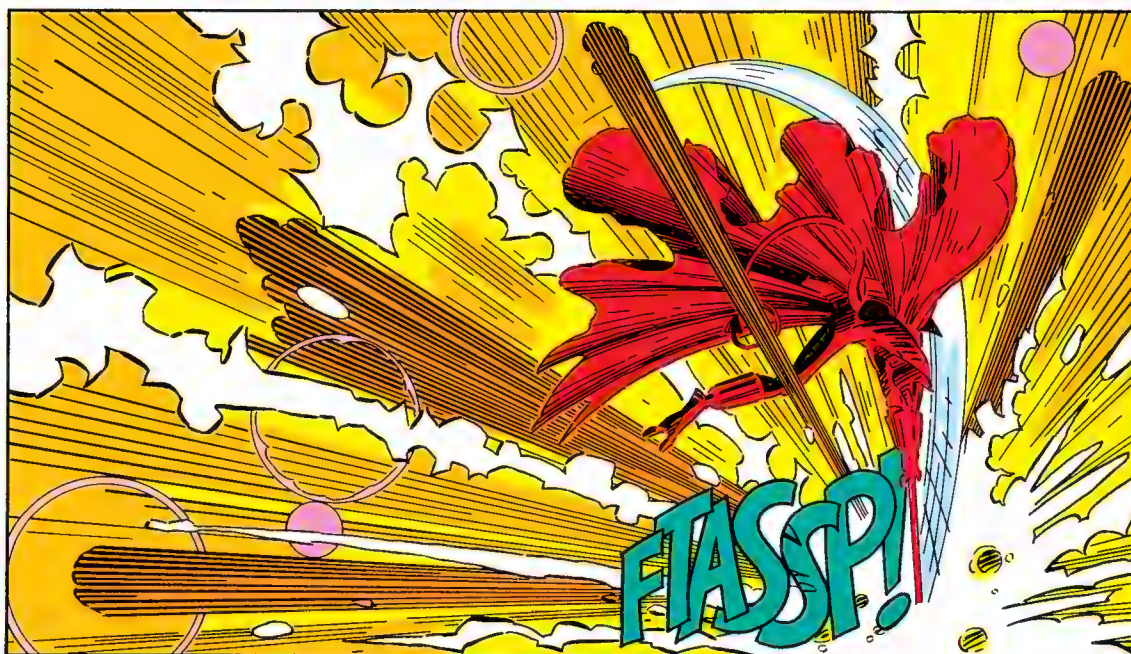
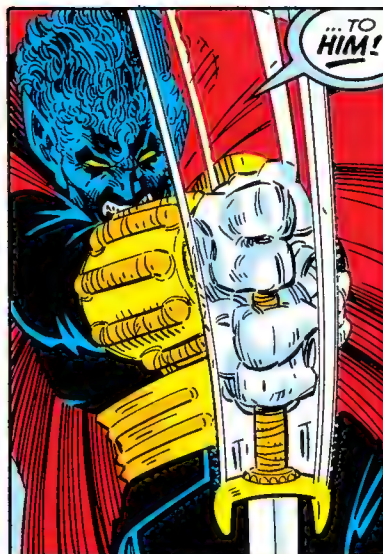
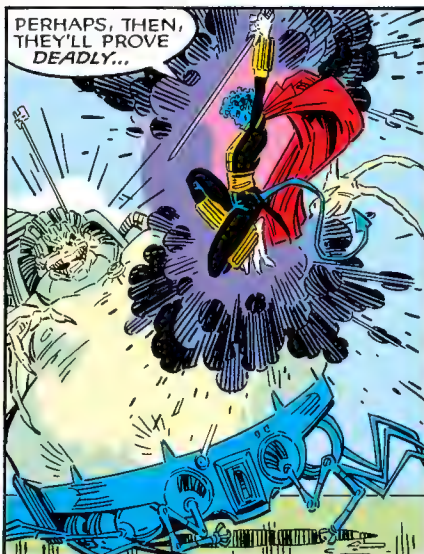
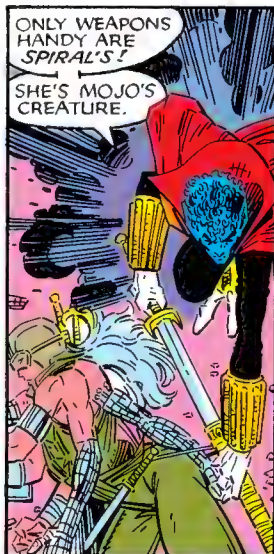
TO DO HIS PART!

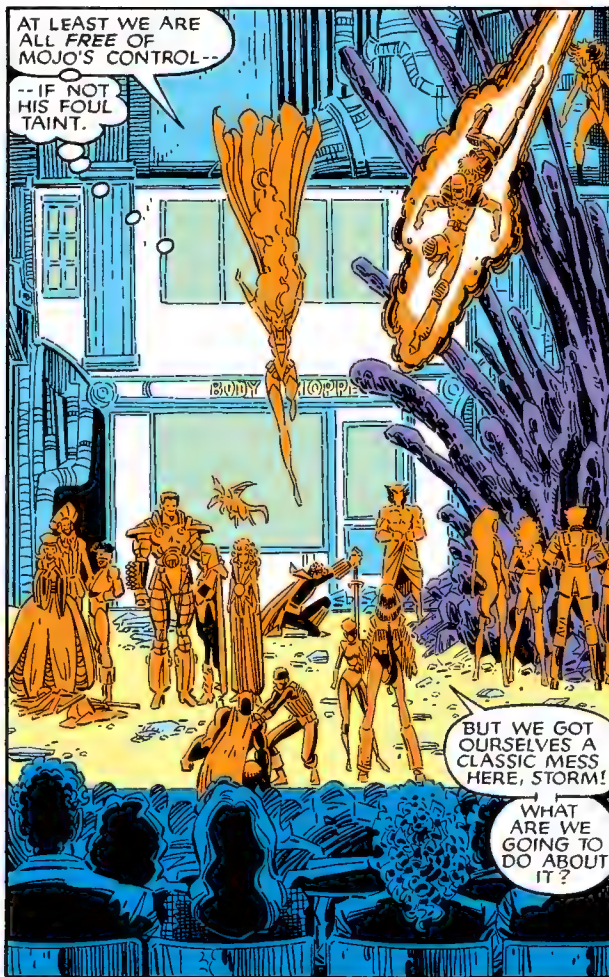
HEAT RESISTANT



AND COLOSSUS... ...AS WELL!







AT LEAST WE ARE
ALL FREE OF
MOJO'S CONTROL--

--IF NOT
HIS FOUL
TAINT.

BUT WE GOT
OURSELVES A
CLASSIC MESS
HERE, STORM!

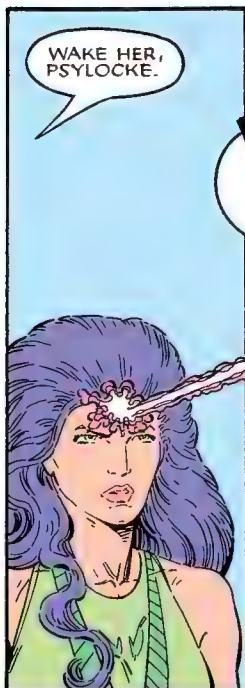
WHAT
ARE WE
GOING TO
DO ABOUT
IT?



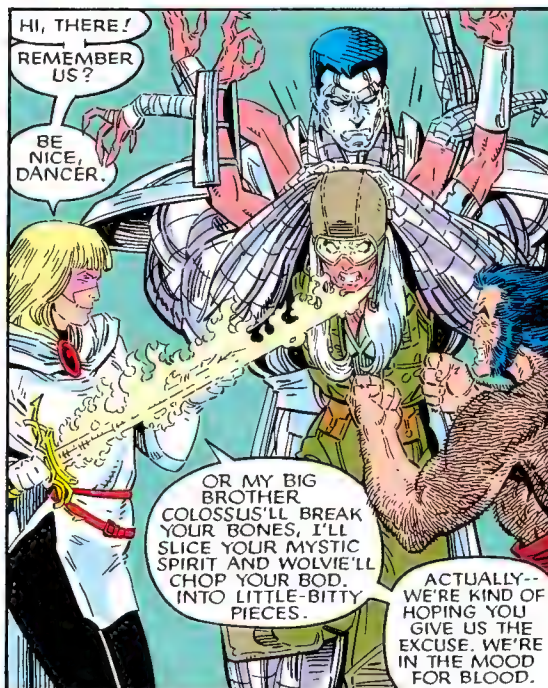
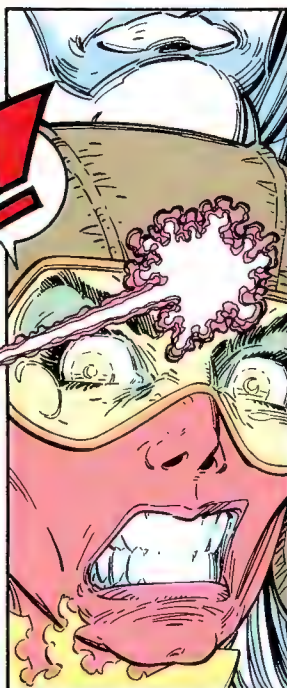
WE STILL
HAVE
SPIRAL,
MIRAGE.

AND SHE
POSSESSES
CONSIDERABLE
POWER.

I AM CERTAIN
WE CAN "PERSUADE"
HER TO HELP US
PUT THINGS
RIGHT.



WAKE HER,
PSYLOCKE.

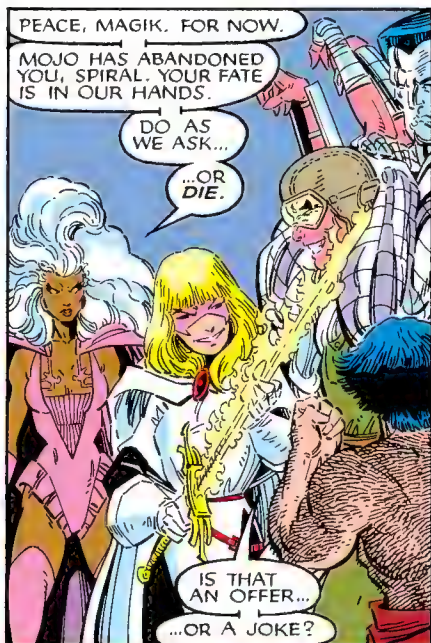


HI, THERE!
REMEMBER
US?

BE
NICE,
DANCER.

OR MY BIG
BROTHER
COLOSSUS'LL BREAK
YOUR BONES, I'LL
SLICE YOUR MYSTIC
SPIRIT AND WOLVIE'LL
CHOP YOUR BOD.
INTO LITTLE-BITTY
PIECES.

ACTUALLY--
WE'RE KIND OF
HOPING YOU
GIVE US THE
EXCUSE. WE'RE
IN THE MOOD
FOR BLOOD.



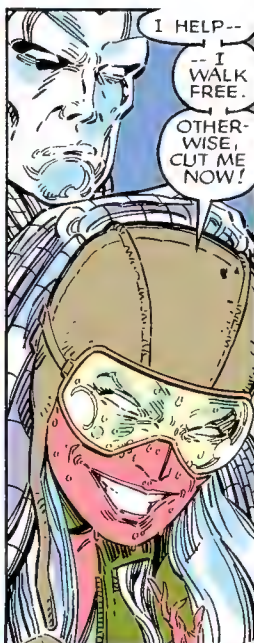
PEACE, MAGIK. FOR NOW.

MOJO HAS ABANDONED YOU, SPIRAL. YOUR FATE IS IN OUR HANDS.

DO AS WE ASK...

...OR DIE.

IS THAT AN OFFER...
...OR A JOKE?



I HELP--

-- I WALK FREE.

OTHERWISE, CUT ME NOW!



I'M TEMPTED.

WE-- AND THE WORLD-- WILL SURVIVE, WHATEVER HAPPENS. WE DON'T NEED HER, OR HER FOUL SORCERY!

I SAY, KILL HER!

ANOTHER TIME, PERHAPS, PSYLOCKE.

BUT NOT TONIGHT.



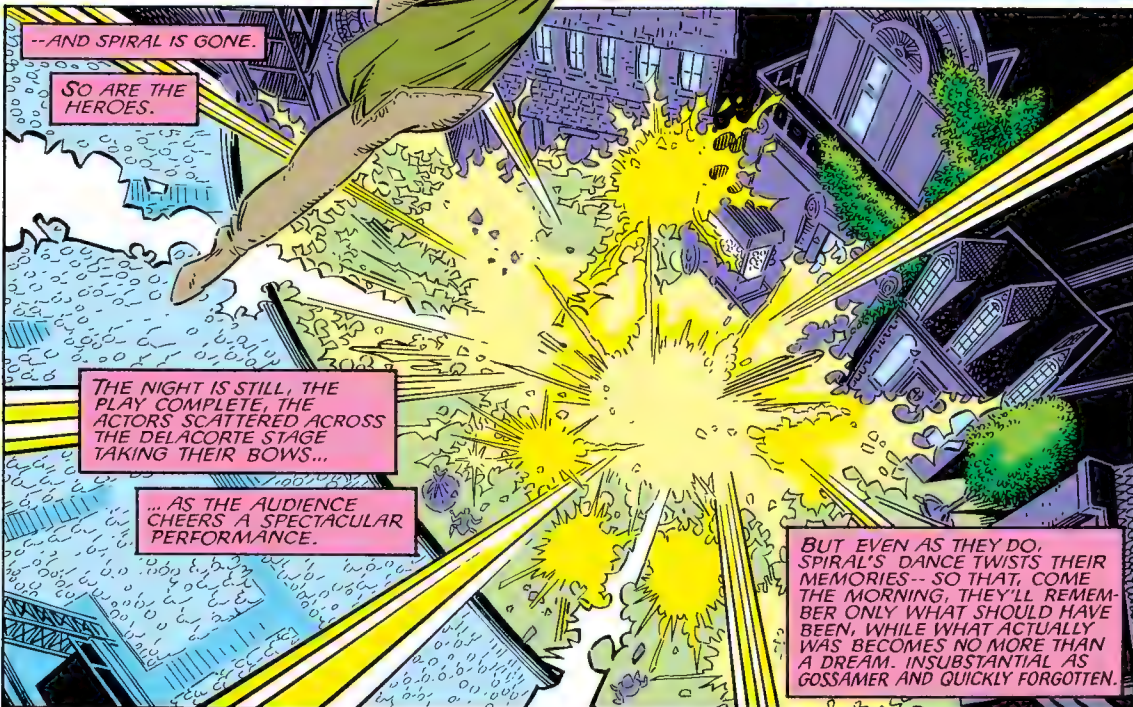
"RESTORE THE THEATER-- AND US-- TO THE WAY WE WERE. THE WAY WE SHOULD BE."

YOU SURE OF WHAT YOU'RE ASKING, WIND-RIDER?

"MY REQUEST IS AS SPECIFIC AS YOUR SPELLS, DANCER."

"DO IT. AND DO IT WELL! OR PSYLOCKE GETS HER WISH."

THERE'S A BLUR OF MOTION-- SO ARCANELY WONDROUS IT STIRS EVEN THE HARDEST HEART--



--AND SPIRAL IS GONE.

SO ARE THE HEROES.

THE NIGHT IS STILL, THE PLAY COMPLETE, THE ACTORS SCATTERED ACROSS THE DELACORTE STAGE TAKING THEIR BOWS...

... AS THE AUDIENCE CHEERS A SPECTACULAR PERFORMANCE.

BUT EVEN AS THEY DO, SPIRAL'S DANCE TWISTS THEIR MEMORIES-- SO THAT, COME THE MORNING, THEY'LL REMEMBER ONLY WHAT SHOULD HAVE BEEN, WHILE WHAT ACTUALLY WAS BECOMES NO MORE THAN A DREAM. INSUBSTANTIAL AS GOSSAMER AND QUICKLY FORGOTTEN.

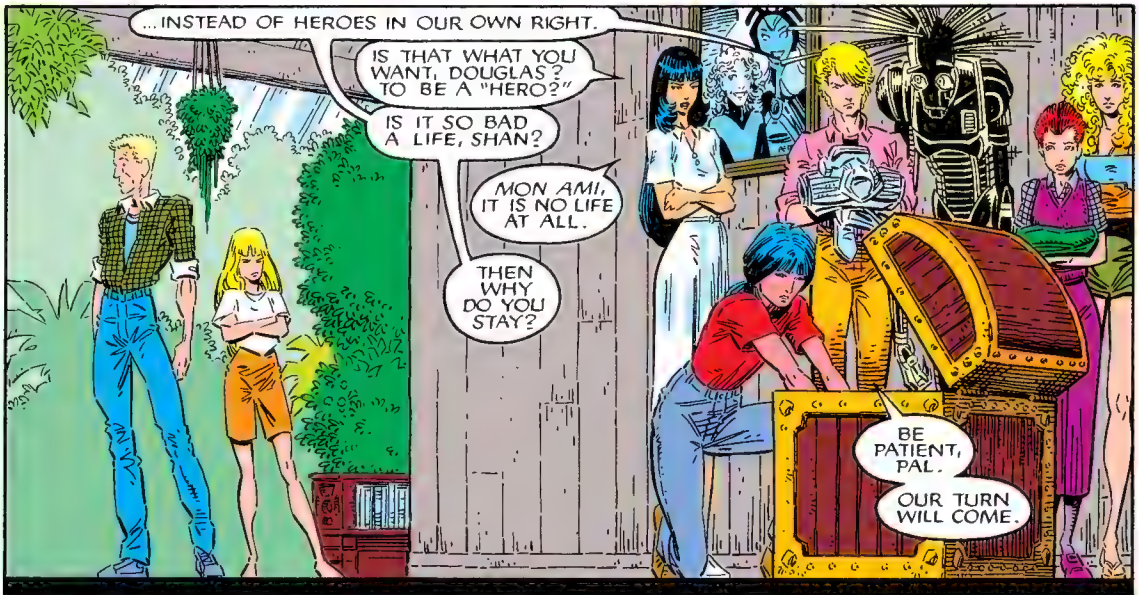


ONLY THOSE WHO FOUGHT
KNOW THE TRUTH.

AND EVEN THEY
FIND IT HARD
TO BELIEVE.

DO WE HAVE TO LOSE
OUR NEW OUTFITS?

IT'S LIKE WE'RE
BECOMING
"X-BABIES"
AGAIN. THE
KID GANG...



...INSTEAD OF HEROES IN OUR OWN RIGHT.

IS THAT WHAT YOU
WANT, DOUGLAS?
TO BE A "HERO?"

IS IT SO BAD
A LIFE, SHAN?

MON AMI,
IT IS NO LIFE
AT ALL.

THEN
WHY
DO YOU
STAY?

BE
PATIENT,
PAL.

OUR TURN
WILL COME.



YO, BOBBY--
WHAT'S THE
MATTER?

FIGURE YOU'D BE
STANDIN' TALL AN'
STRUTTIN' AFTER
THAT VICTORY.

WHAT
"VICTORY?!"



WE NEW MUTANTS
DIDN'T ACCOMPLISH
A BLESSED THING!

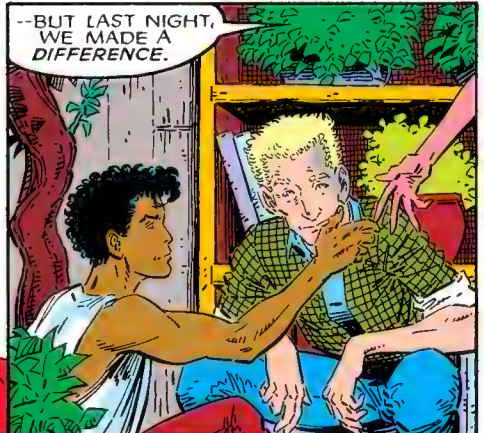
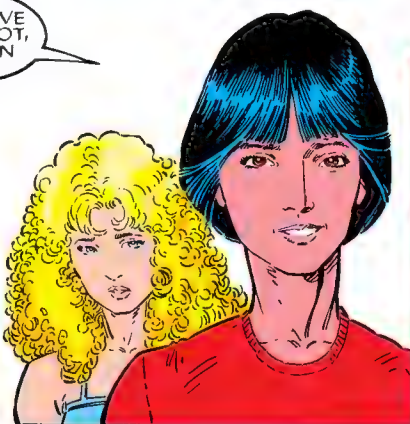
IT WAS THE X-MEN--
AS USUAL-- WHO
SAVED THE DAY.

DO
TELL?

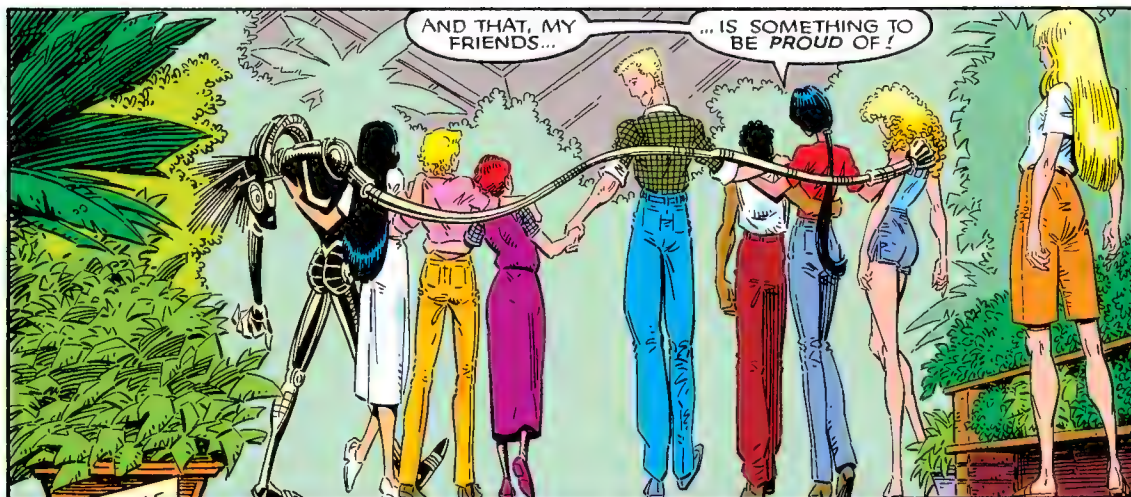
WHAT WOULD HAVE
HAPPENED, HOTSHOT,
IF WE HADN'T BEEN
THERE, hmnh?

MOJO
WOULD HAVE
WON, BOBBY.

WE MAY
NOT BE READY
TO JOIN THE
X-MEN OR
TAKE THEIR
PLACE--

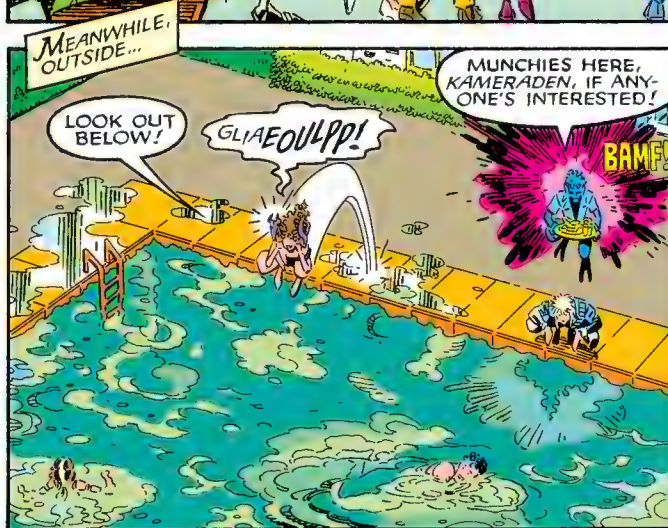


--BUT LAST NIGHT,
WE MADE A
DIFFERENCE.



AND THAT, MY FRIENDS...

... IS SOMETHING TO BE PROUD OF!



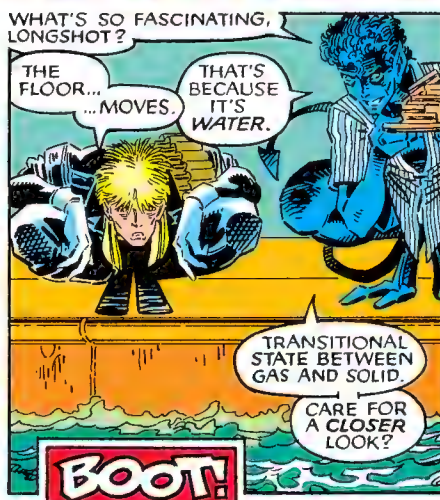
MEANWHILE, OUTSIDE...

LOOK OUT BELOW!

GLIAFOUPPP!

MUNCHIES HERE, KAMERADEN, IF ANYONE'S INTERESTED!

BAMF!



WHAT'S SO FASCINATING, LONGSHOT?

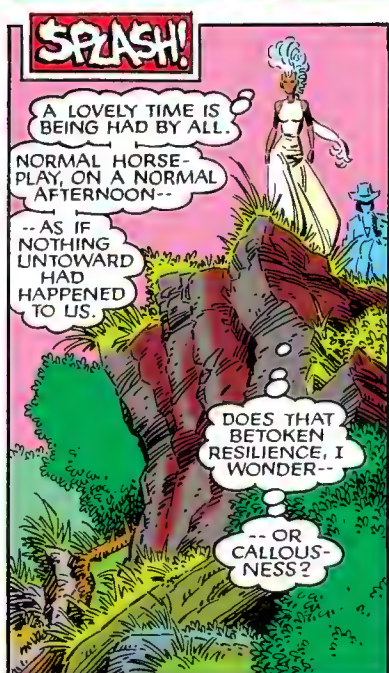
THE FLOOR... ...MOVES.

THAT'S BECAUSE IT'S WATER.

TRANSITIONAL STATE BETWEEN GAS AND SOLID.

CARE FOR A CLOSER LOOK?

BOOT!



SPLASH!

A LOVELY TIME IS BEING HAD BY ALL.

NORMAL HORSE-PLAY, ON A NORMAL AFTERNOON--

-- AS IF NOTHING UNTOWARD HAD HAPPENED TO US.

DOES THAT BETOKEN RESILIENCE, I WONDER--

-- OR CALLOUSNESS?



HULLO, STORM.

HI, DARLIN'!

I CAN SEE WHY WOLVERINE SAYS THIS IS YOUR FAVORITE SPOT-- THE VIEW IS MAGNIFICENT!

WHY, ORORO-- YOU'VE CUT YOUR HAIR!?!



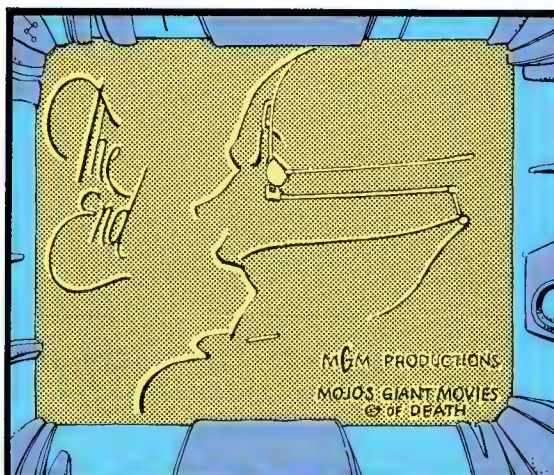
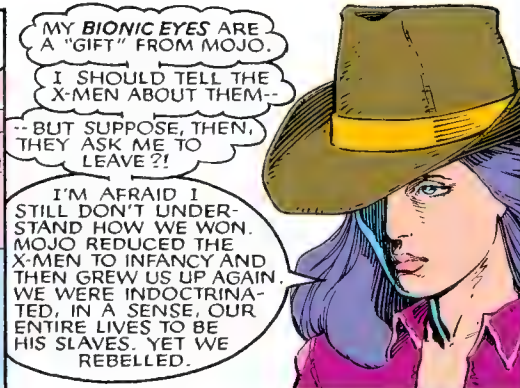
THE STYLE SUITS ME.

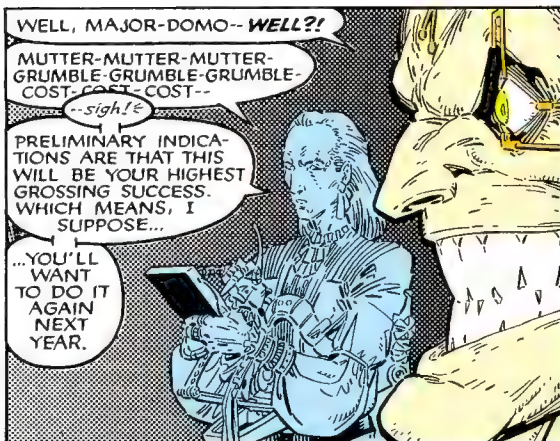
AND IF I GROW IT BACK, IT SHALL BE BY MY CHOICE, NOT MOJO'S.

SO EVERYTHING'S BACK THE WAY IT WAS, THEN?

EVERYTHING. WHEN SPIRAL WOVE HER MAGIC DANCE...

... SHE STRIPPED ME OF MY ELEMENTAL POWERS.





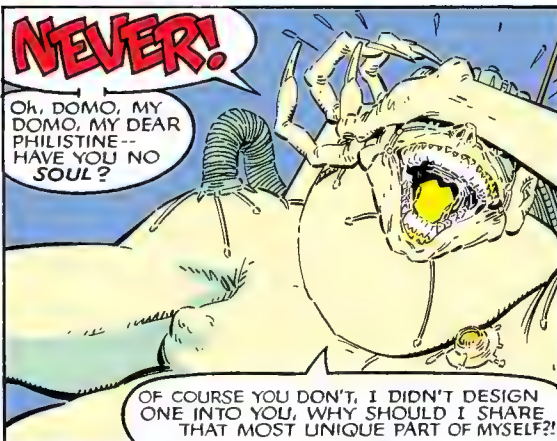
WELL, MAJOR-DOMO-- *WELL?!*

MUTTER-MUTTER-MUTTER-GRUMBLE-GRUMBLE-GRUMBLE-COST-COST-COST--

--sigh!e

PRELIMINARY INDICATIONS ARE THAT THIS WILL BE YOUR HIGHEST GROSSING SUCCESS. WHICH MEANS, I SUPPOSE...

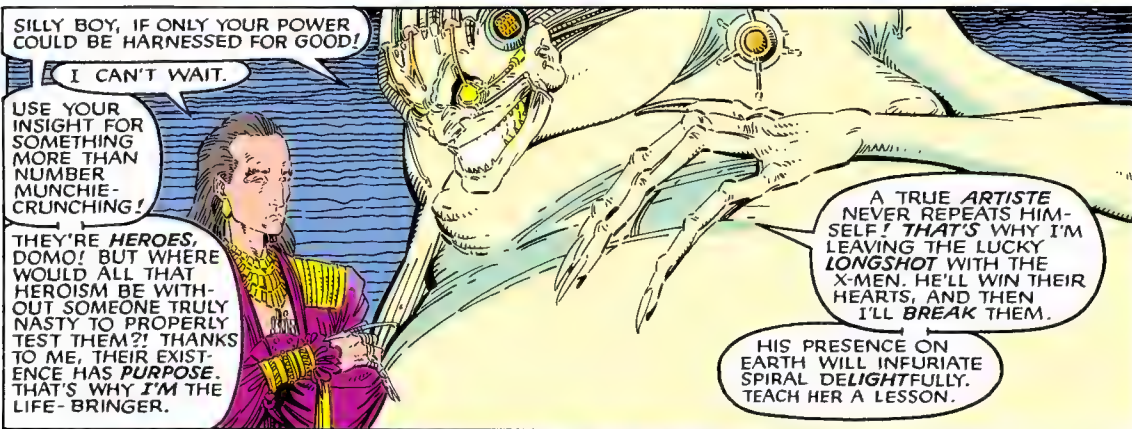
...YOU'LL WANT TO DO IT AGAIN NEXT YEAR.



NEVER!

Oh, DOMO, MY DEAR PHILISTINE-- HAVE YOU NO SOUL?

OF COURSE YOU DON'T, I DIDN'T DESIGN ONE INTO YOU, WHY SHOULD I SHARE THAT MOST UNIQUE PART OF MYSELF?!



SILLY BOY, IF ONLY YOUR POWER COULD BE HARNESSSED FOR GOOD!

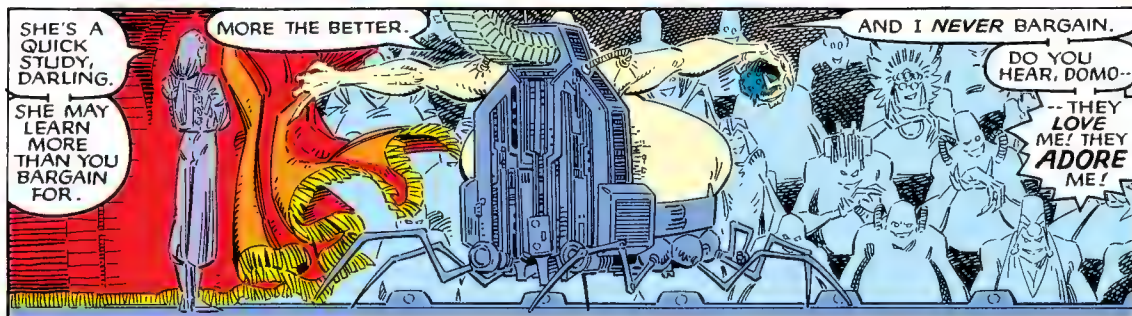
I CAN'T WAIT.

USE YOUR INSIGHT FOR SOMETHING MORE THAN NUMBER MUNCHIE-CRUNCHING!

THEY'RE HEROES, DOMO! BUT WHERE WOULD ALL THAT HEROISM BE WITHOUT SOMEONE TRULY NASTY TO PROPERLY TEST THEM? THANKS TO ME, THEIR EXISTENCE HAS PURPOSE. THAT'S WHY I'M THE LIFE-BRINGER.

A TRUE ARTISTE NEVER REPEATS HIMSELF! THAT'S WHY I'M LEAVING THE LUCKY LONGSHOT WITH THE X-MEN. HE'LL WIN THEIR HEARTS, AND THEN I'LL BREAK THEM.

HIS PRESENCE ON EARTH WILL INFURIATE SPIRAL DELIGHTFULLY. TEACH HER A LESSON.



SHE'S A QUICK STUDY, DARLING.

SHE MAY LEARN MORE THAN YOU BARGAIN FOR.

MORE THE BETTER.

AND I NEVER BARGAIN.

DO YOU HEAR, DOMO--

--THEY LOVE ME! THEY ADORE ME!



AND I MAKE THEM PAY FOR IT!

Bedee-bedee-bedee--

--th-th-that's ALL, folks!

BUT I'LL BE BACK!

THE **END**

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25TH
ANNIVERSARY



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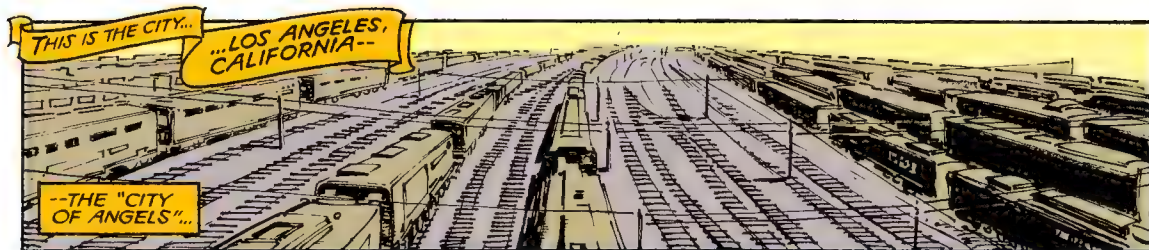
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THE UNCANNY X-MEN®

**C'MON, MESS
WITH US--MAKE
OUR DAY!!**





THIS IS THE CITY...

...LOS ANGELES,
CALIFORNIA--

--THE "CITY
OF ANGELS"...

... AND DEVILS.

STAN LEE PRESENTS:

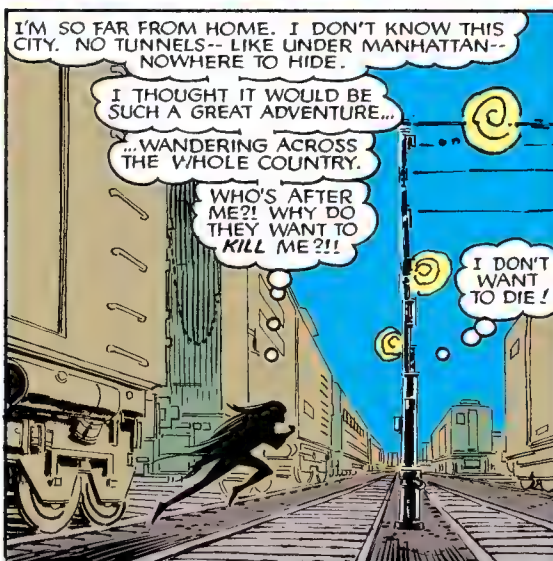
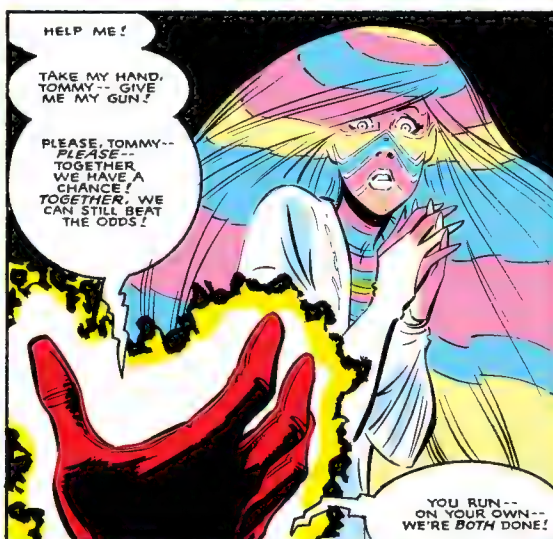
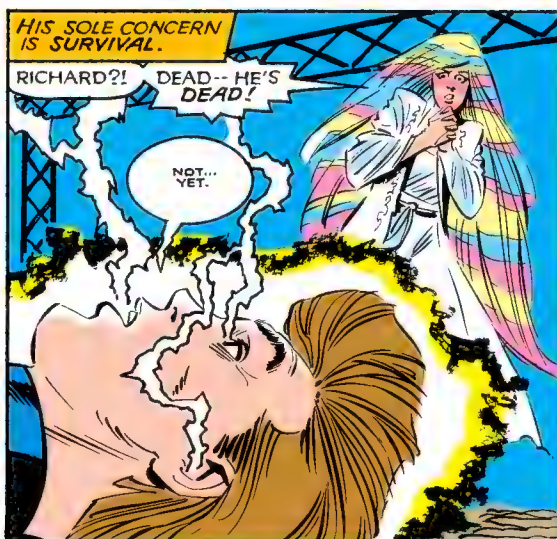
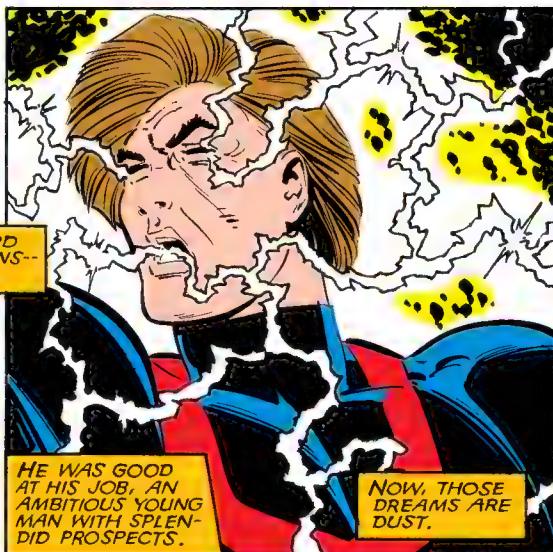
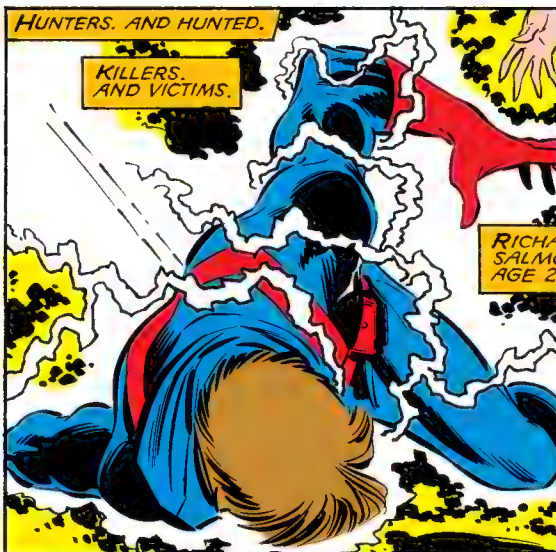
THE MORNING AFTER

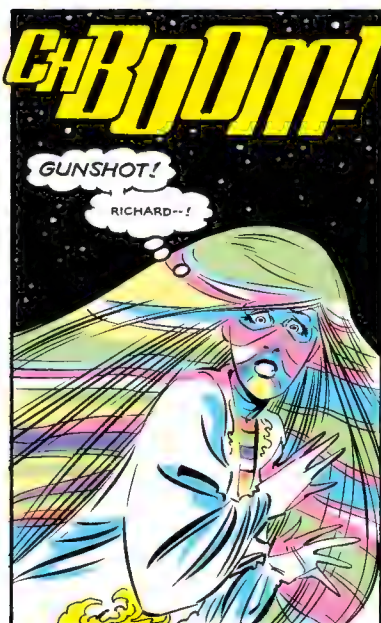
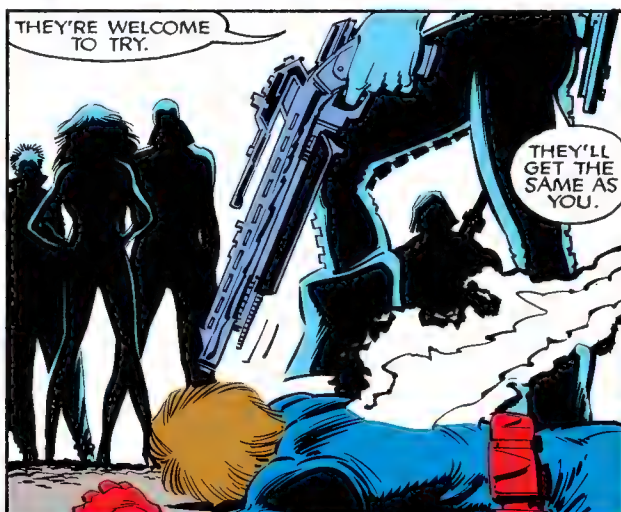
YIAEARRGH!

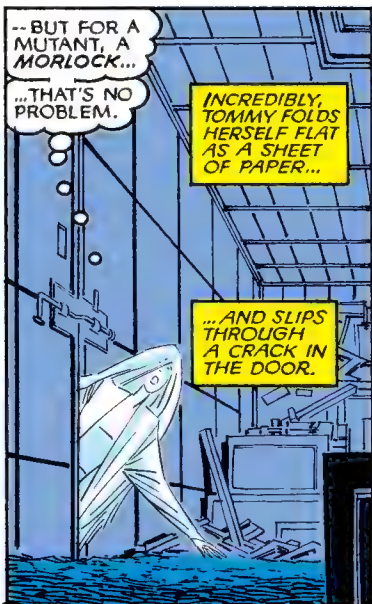
RICHARD!?!



CHRIS CLAREMONT, WRITER
JOHN ROMITA, JR. ARTISTS
& DAN GREEN
GLYNIS OLIVER, COLORIST
TOM ORZECOWSKI, LETTERER
ANN NOCENTI, EDITOR
JIM SHOOTER, EDITOR IN CHIEF





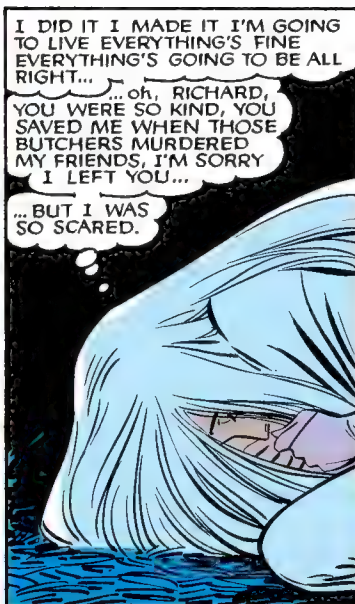


--BUT FOR A MUTANT, A MORLOCK...

...THAT'S NO PROBLEM.

INCREDIBLY, TOMMY FOLDS HERSELF FLAT AS A SHEET OF PAPER...

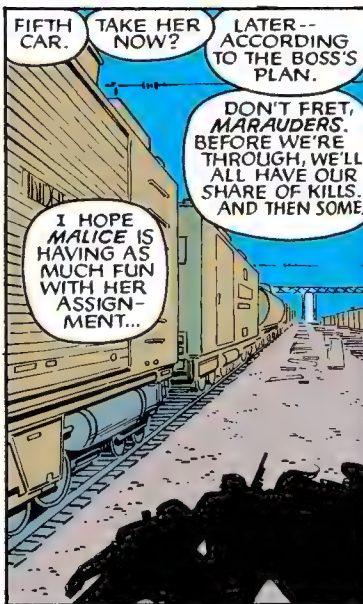
...AND SLIPS THROUGH A CRACK IN THE DOOR.



I DID IT I MADE IT I'M GOING TO LIVE EVERYTHING'S FINE EVERYTHING'S GOING TO BE ALL RIGHT...

...oh, RICHARD, YOU WERE SO KIND, YOU SAVED ME WHEN THOSE BUTCHERS MURDERED MY FRIENDS, I'M SORRY I LEFT YOU...

...BUT I WAS SO SCARED.



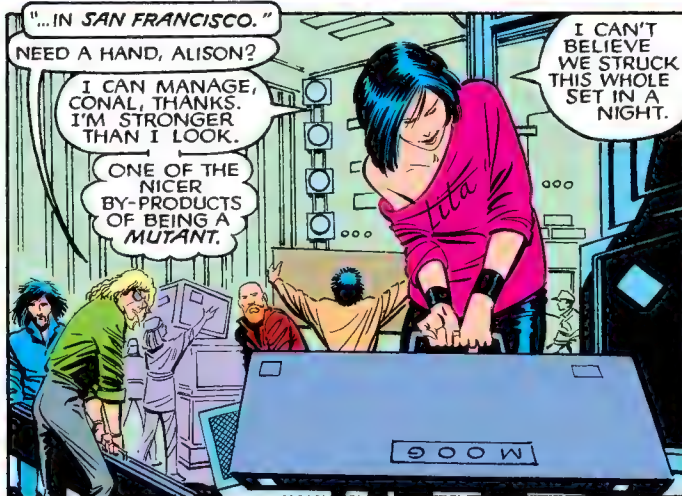
FIFTH CAR.

TAKE HER NOW?

LATER-- ACCORDING TO THE BOSS'S PLAN.

DON'T FRET, MARAUDERS. BEFORE WE'RE THROUGH, WE'LL ALL HAVE OUR SHARE OF KILLS. AND THEN SOME.

I HOPE MALICE IS HAVING AS MUCH FUN WITH HER ASSIGNMENT...



"...IN SAN FRANCISCO." NEED A HAND, ALISON?

I CAN MANAGE, CONAL, THANKS. I'M STRONGER THAN I LOOK.

ONE OF THE NICER BY-PRODUCTS OF BEING A MUTANT.

I CAN'T BELIEVE WE STRUCK THIS WHOLE SET IN A NIGHT.



YOU'LL GET USED TO IT, LUV. WORK'S PRETTY MUCH DONE...

...TIME FOR THE BAND TO PARTY!

I'LL PASS.



THE BAND THAT PLAYS TOGETHER PLAYS TOGETHER, IF YOU GET MY MEANIN'?

I DO. SOME OTHER TIME.

YOU'RE NOT A SOLO ACT ANYMORE, ALISON, YOU'RE PART OF A GROUP.

YOU CAN'T KEEP ACTING LIKE AN OUTSIDER.



I'M BUSHED, CONAL! I JUST WANT TO BE LEFT ALONE. TO CRASH ON THE BAND BUS-- IS THAT A CRIME?!

TAKE A HINT, GUYS--



--LATER, OKAY?



I SHOULDN'T HAVE YELLED. THEY MEANT WELL, AND THEY'RE RIGHT.

I'VE NO BUSINESS PLAYING THE PRIMA DONNA. LILA CHENEY'S THE STAR, NOT ME.

I SING AS WELL. I LOOK AS GOOD.

I JUST DIDN'T GET THE BREAKS.



ACTUALLY, I LOOK AWFUL.

Sigh!

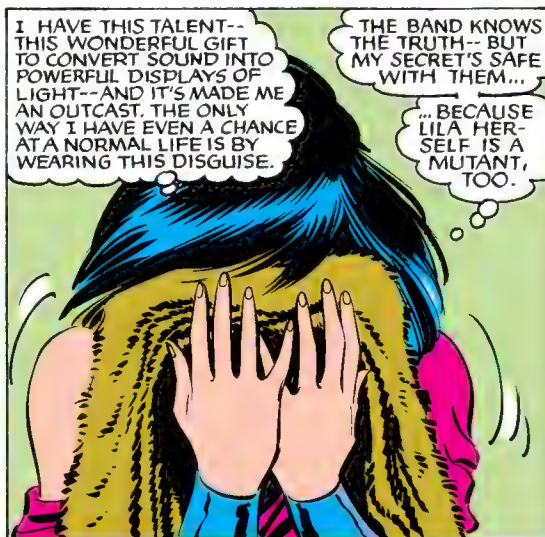
I REALLY MISS BEING A BLONDE. I'M LIVING A LIE-- AND I HATE IT!



BECAUSE THE WHOLE WORLD NOW KNOWS ALISON BLAIRE IS THE MUTANT FIREFLY DAZZLER-- THE FREAK WHO'S A LIVING LIGHTSHOW.

PEOPLE REACT TO THAT WORD-- "MUTANT"-- THE WAY THEY DO TO LEPROSY.

IT'S BECOME A MARK OF CAIN. A BRAND.



I HAVE THIS TALENT-- THIS WONDERFUL GIFT TO CONVERT SOUND INTO POWERFUL DISPLAYS OF LIGHT-- AND IT'S MADE ME AN OUTCAST. THE ONLY WAY I HAVE EVEN A CHANCE AT A NORMAL LIFE IS BY WEARING THIS DISGUISE.

THE BAND KNOWS THE TRUTH-- BUT MY SECRET'S SAFE WITH THEM...

...BECAUSE LILA HERSELF IS A MUTANT, TOO.

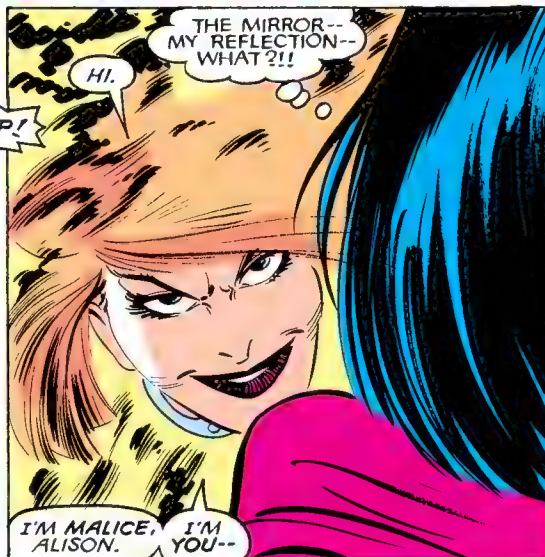


I OWE HER SO MUCH...

...BUT I HATE OWING ANYONE ANYTHING!

I WANTED-- I NEEDED-- SO BADLY TO MAKE IT ON MY OWN. TO PROVE TO MY DAD I--

--GASP!

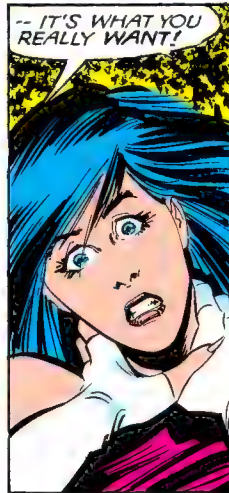
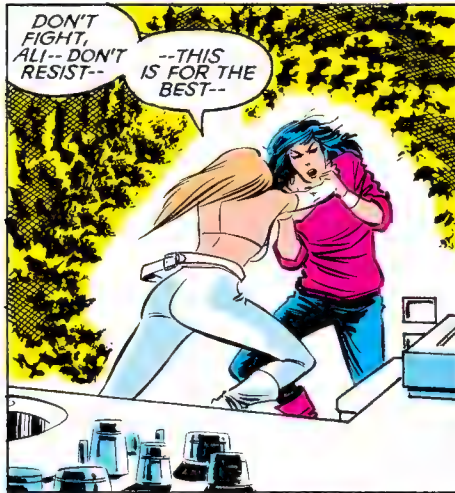
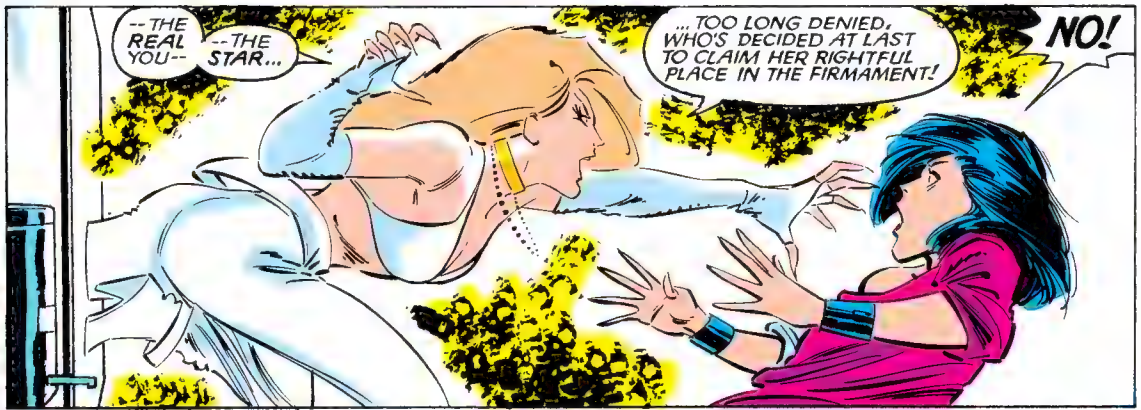


THE MIRROR-- MY REFLECTION-- WHAT?!!

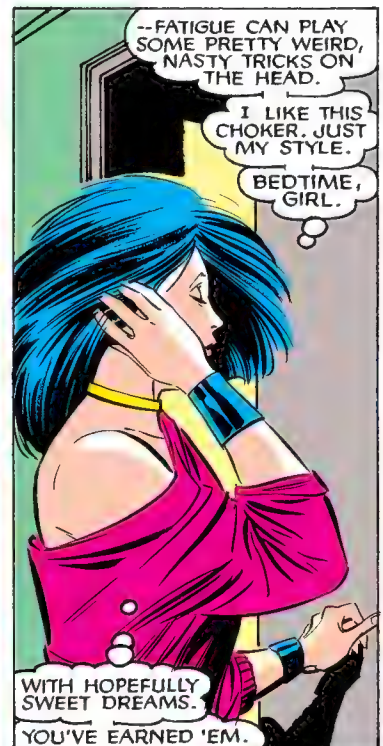
HI.

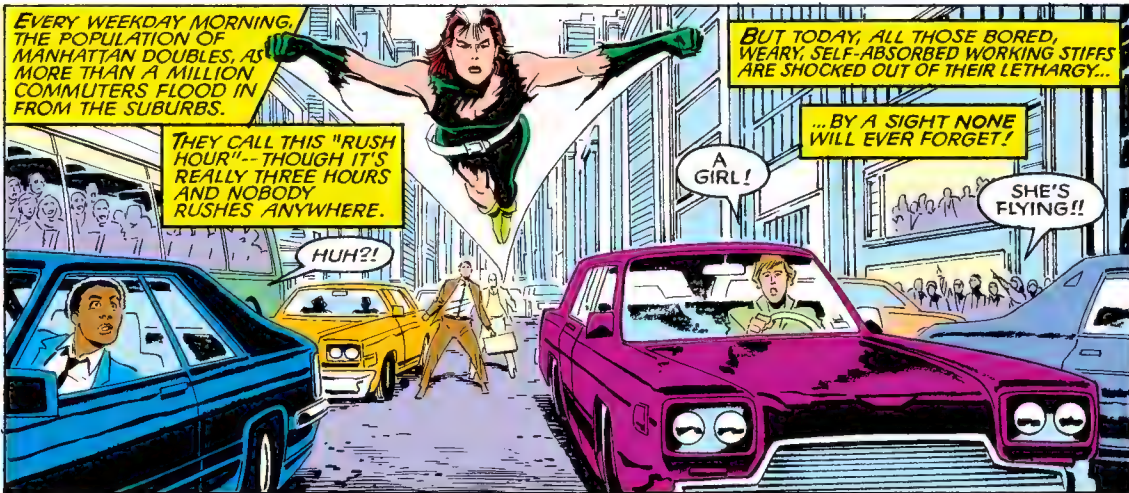
I'M MALICE, ALISON.

I'M YOU--



GET AWAY!





EVERY WEEKDAY MORNING, THE POPULATION OF MANHATTAN DOUBLES, AS MORE THAN A MILLION COMMUTERS FLOOD IN FROM THE SUBURBS.

BUT TODAY, ALL THOSE BORED, WEARY, SELF-ABSORBED WORKING STIFFS ARE SHOCKED OUT OF THEIR LETHARGY...

THEY CALL THIS "RUSH HOUR"--THOUGH IT'S REALLY THREE HOURS AND NOBODY RUSHES ANYWHERE.

...BY A SIGHT NONE WILL EVER FORGET!

Hmmh-- LOOKS LIKE SOMEONE HAD...

SIGN SAYS "X-FACTOR." WONDER WHAT IT MEANS?

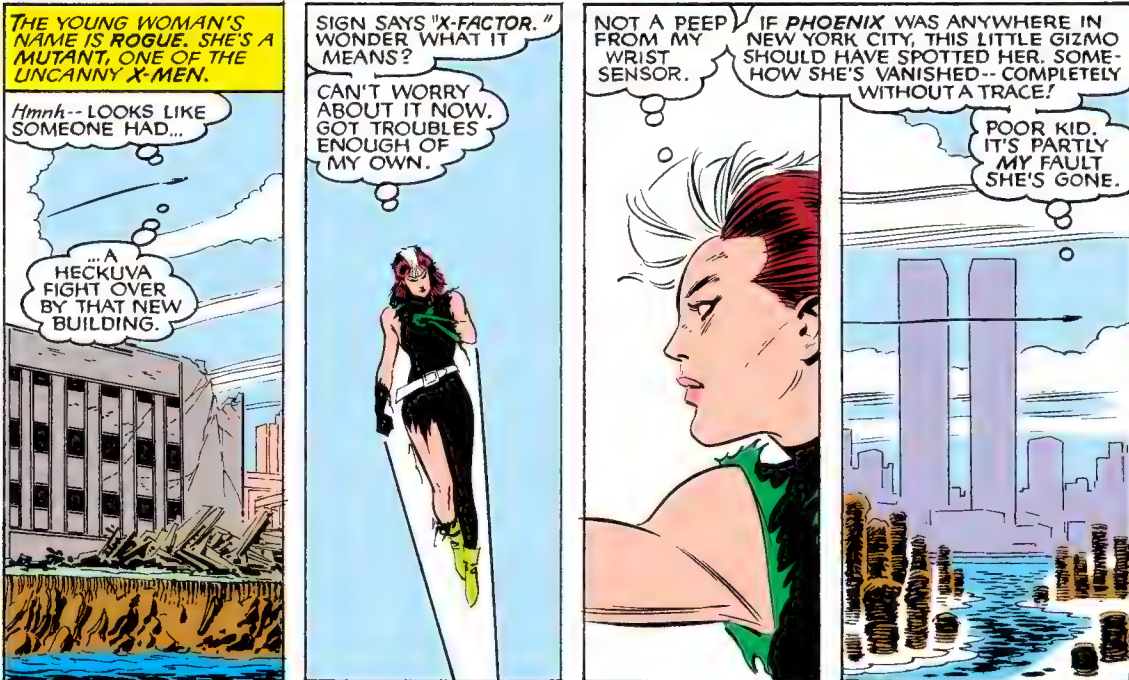
NOT A PEEP FROM MY WRIST SENSOR.

IF PHOENIX WAS ANYWHERE IN NEW YORK CITY, THIS LITTLE GIZMO SHOULD HAVE SPOTTED HER. SOMEHOW SHE'S VANISHED-- COMPLETELY WITHOUT A TRACE!

...A HECKUVA FIGHT OVER BY THAT NEW BUILDING.

CAN'T WORRY ABOUT IT NOW. GOT TROUBLES ENOUGH OF MY OWN.

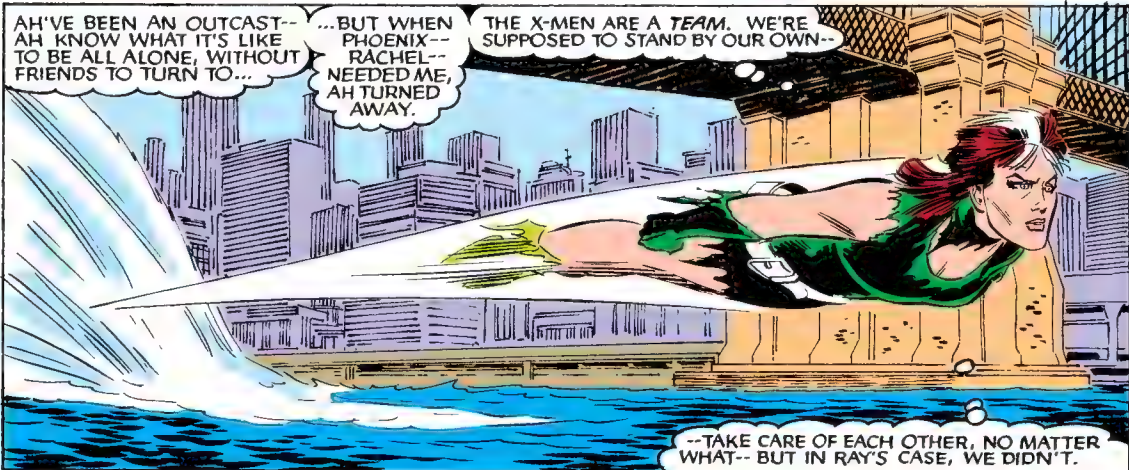
POOR KID. IT'S PARTLY MY FAULT SHE'S GONE.



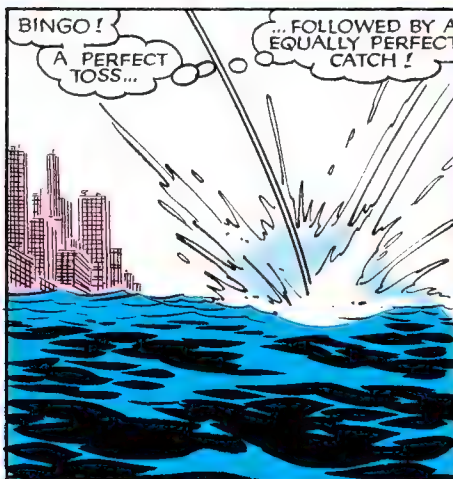
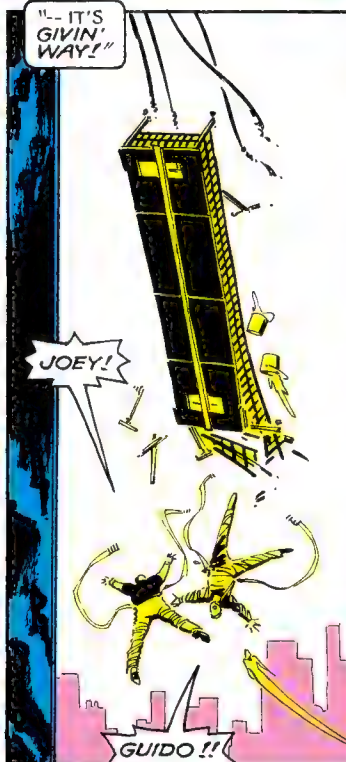
AH-- I'VE BEEN AN OUTCAST-- AH KNOW WHAT IT'S LIKE TO BE ALL ALONE, WITHOUT FRIENDS TO TURN TO...

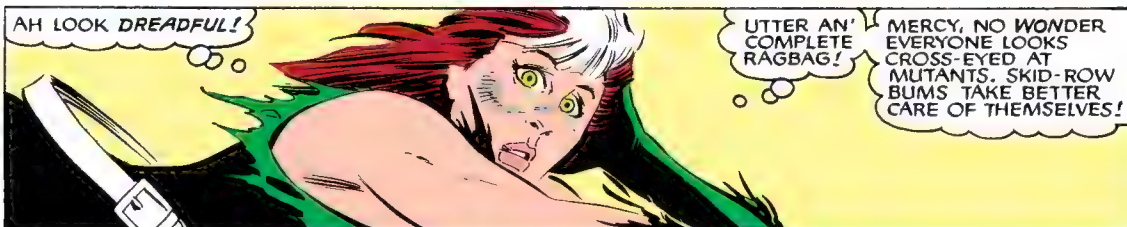
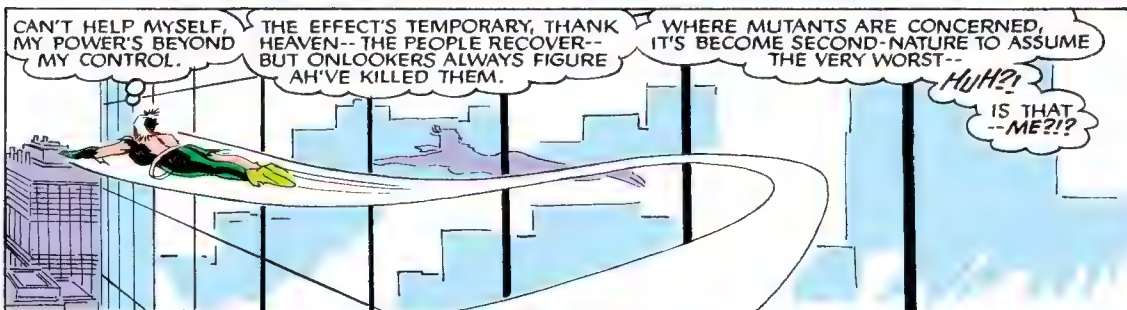
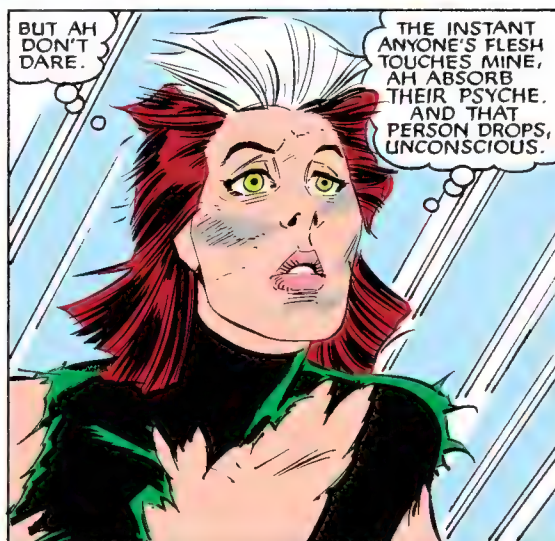
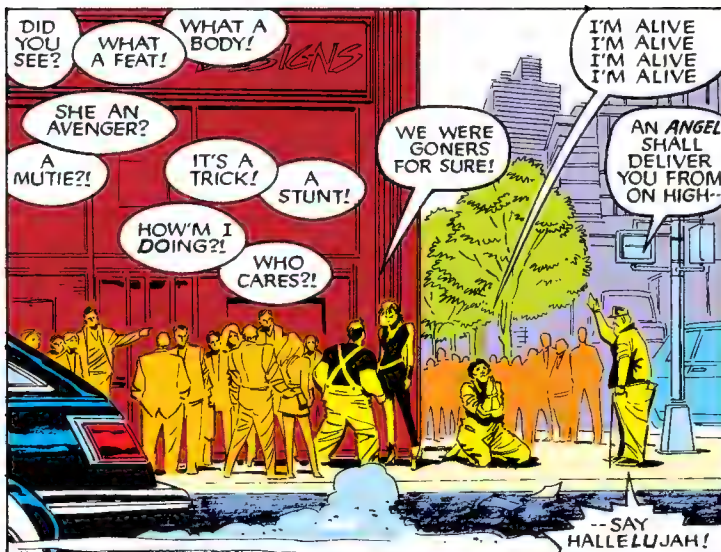
...BUT WHEN PHOENIX-- RACHEL-- NEEDED ME, AH TURNED AWAY.

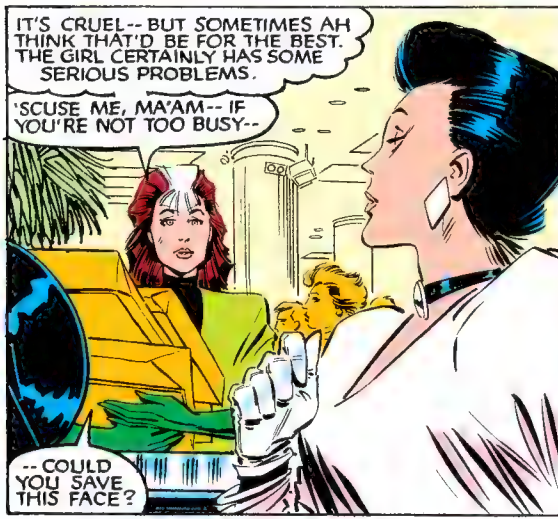
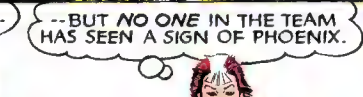
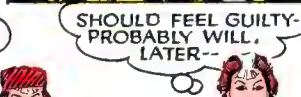
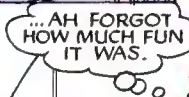
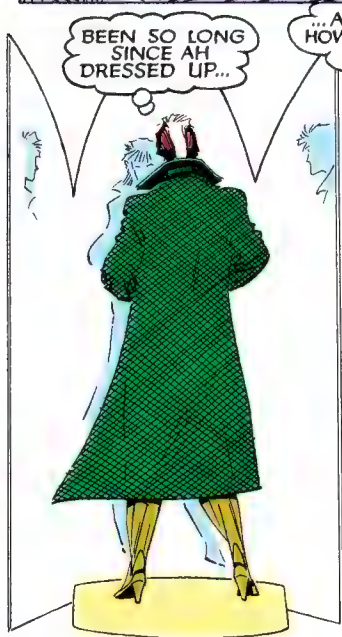
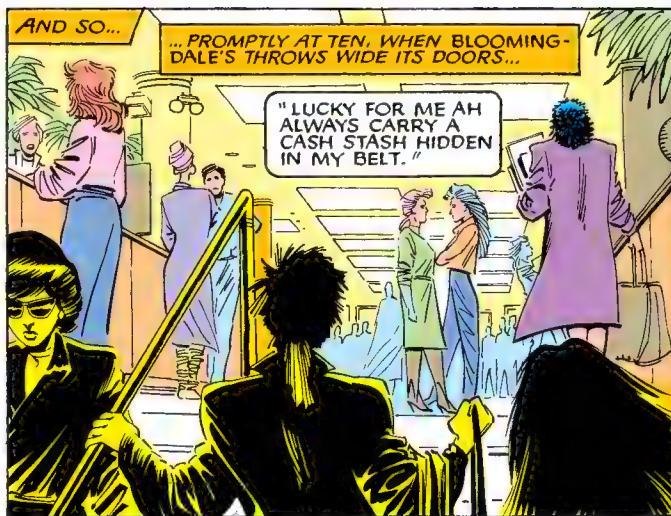
THE X-MEN ARE A TEAM. WE'RE SUPPOSED TO STAND BY OUR OWN--

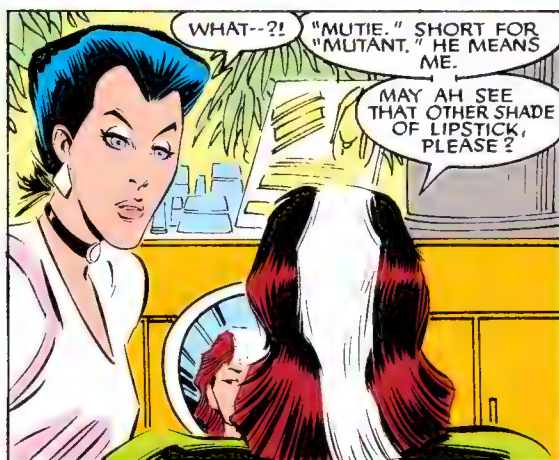
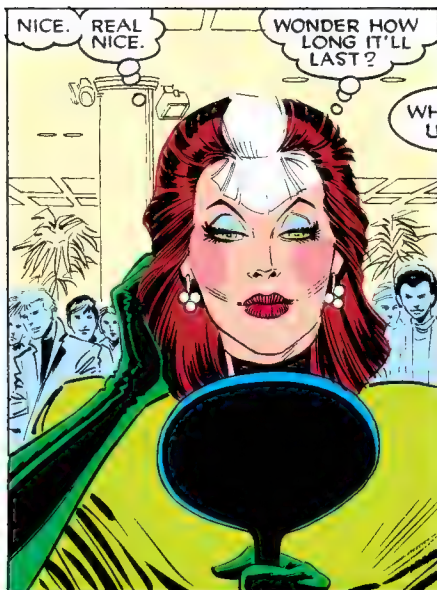


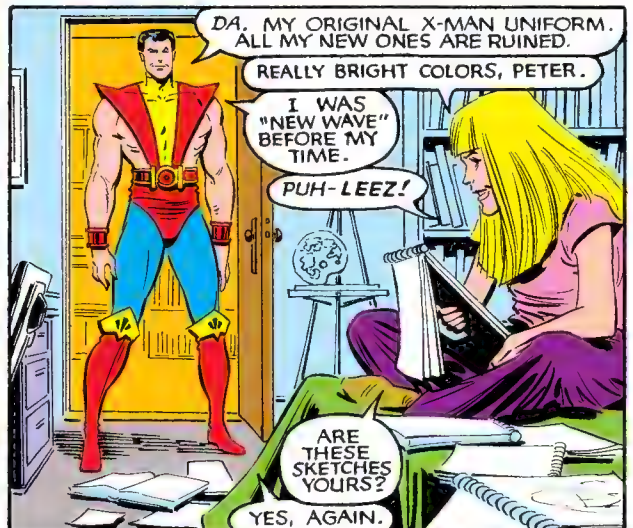
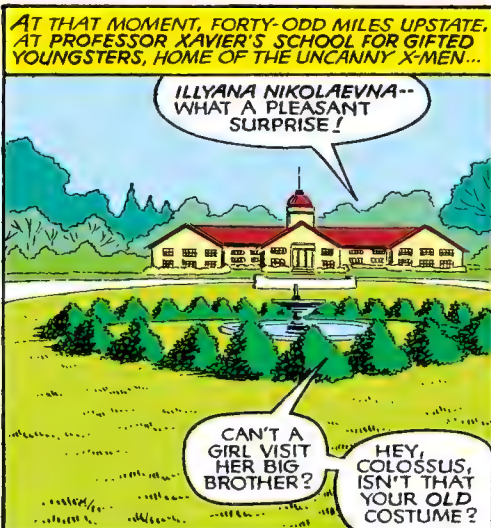
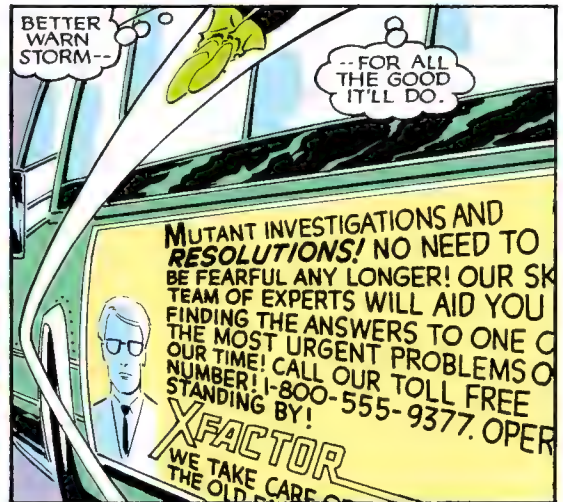
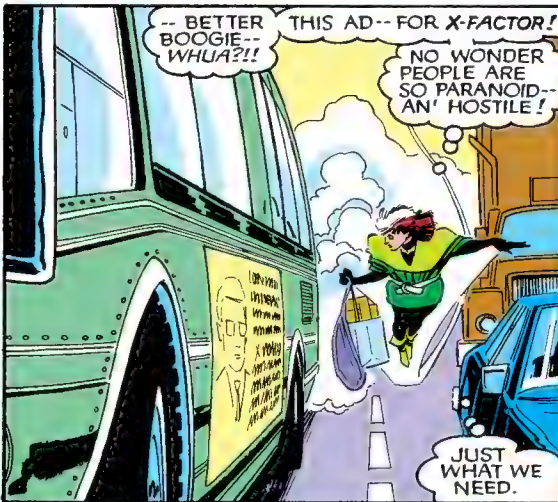
--TAKE CARE OF EACH OTHER, NO MATTER WHAT-- BUT IN RAY'S CASE, WE DIDN'T.

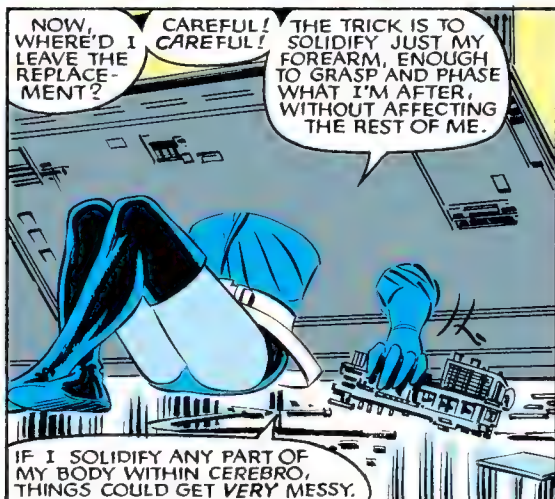
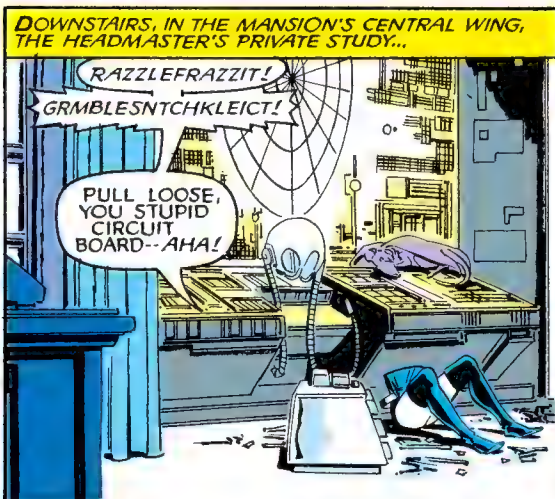
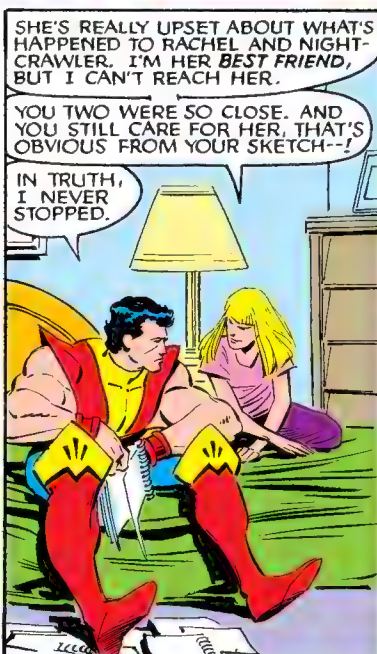
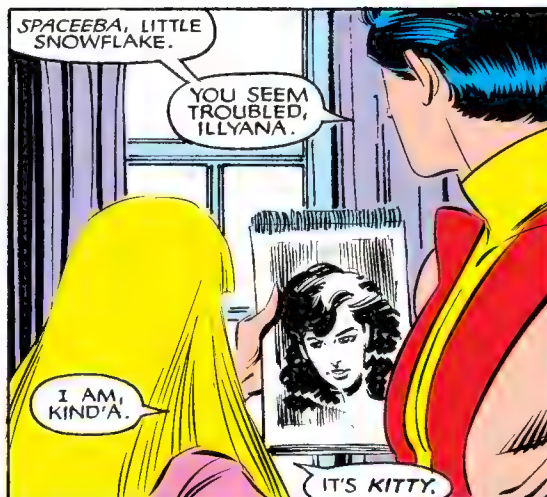
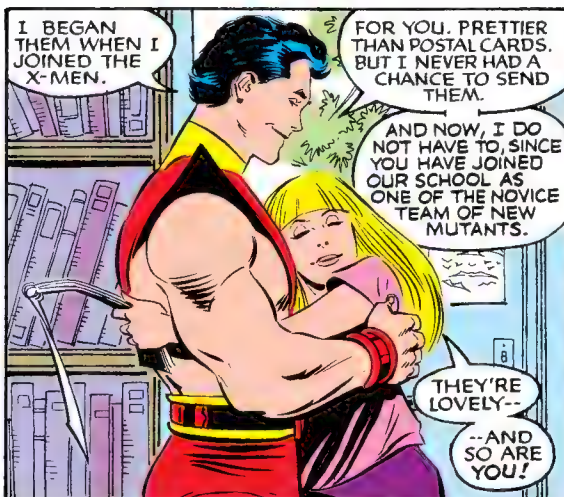


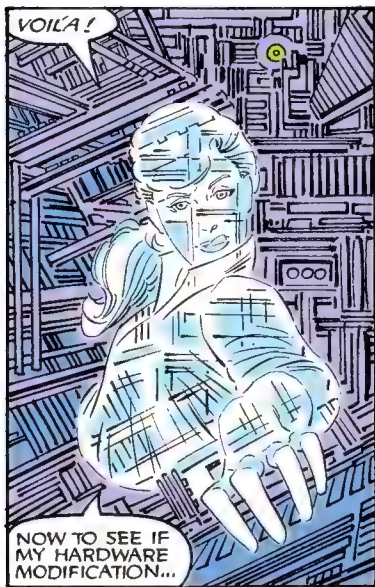






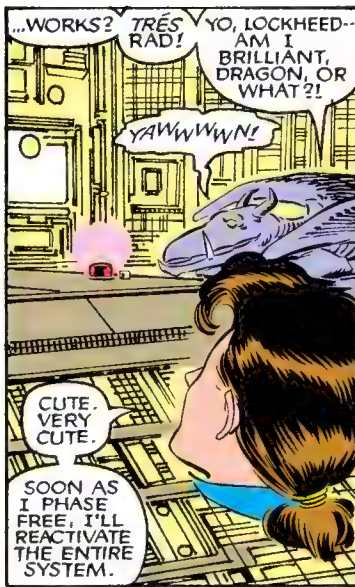






VOILA!

NOW TO SEE IF MY HARDWARE MODIFICATION...



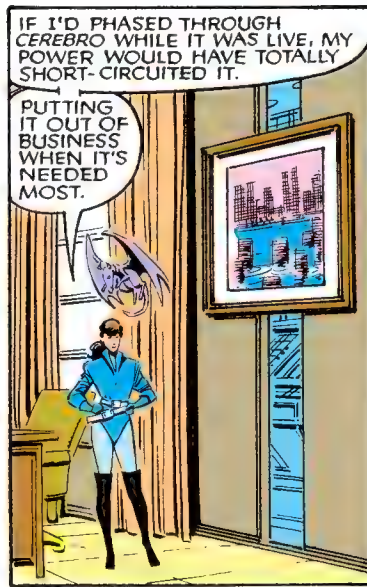
...WORKS? TRÉS RAD!

YO, LOCKHEED--AM I BRILLIANT, DRAGON, OR WHAT?!

YAWWWWWN!

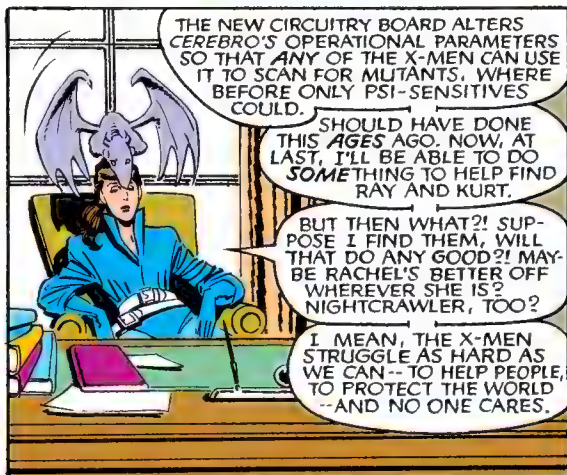
CUTE. VERY CUTE.

SOON AS I PHASE FREE, I'LL REACTIVATE THE ENTIRE SYSTEM.



IF I'D PHASED THROUGH CEREBRO WHILE IT WAS LIVE, MY POWER WOULD HAVE TOTALLY SHORT-CIRCUITED IT.

PUTTING IT OUT OF BUSINESS WHEN IT'S NEEDED MOST.

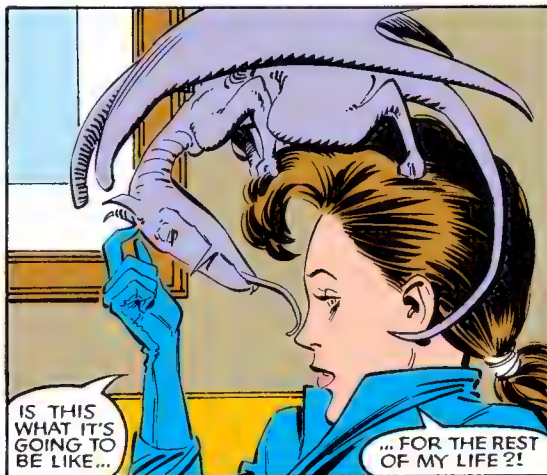


THE NEW CIRCUITRY BOARD ALTERS CEREBRO'S OPERATIONAL PARAMETERS SO THAT ANY OF THE X-MEN CAN USE IT TO SCAN FOR MUTANTS, WHERE BEFORE ONLY PSI-SENSITIVES COULD.

SHOULD HAVE DONE THIS AGES AGO. NOW, AT LAST, I'LL BE ABLE TO DO SOMETHING TO HELP FIND RAY AND KURT.

BUT THEN WHAT?! SUPPOSE I FIND THEM, WILL THAT DO ANY GOOD?! MAYBE RACHEL'S BETTER OFF WHEREVER SHE IS? NIGHTCRAWLER, TOO?

I MEAN, THE X-MEN STRUGGLE AS HARD AS WE CAN--TO HELP PEOPLE, TO PROTECT THE WORLD--AND NO ONE CARES.



IS THIS WHAT IT'S GOING TO BE LIKE...

...FOR THE REST OF MY LIFE?!



QUITE POSSIBLY.

BE NICE IF THINGS OCCASIONALLY GOT BETTER.

AND IF NOT, WHAT? YOU WISH TO QUIT?!



WHAT I WISH, COMRADE PIOTR NIKOLIEVITCH RASPUTIN--WHAT I REALLY WANT--IS A SUPER HOT FUDGE QUAD-SCOOP SUNDAE BANANA-RAMA SPLIT WITH ALL THE TRIM-MINGS.

YUM!



GROSS!

THAT'S DISGUSTING!

AIN'T IT, THOUGH.

BUT TASTY!

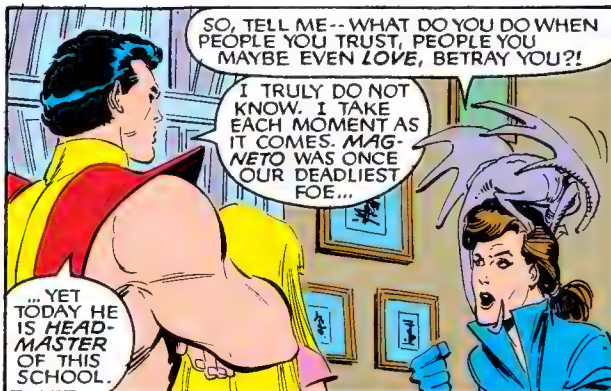
DO NOT CHANGE THE SUBJECT, KITTY.



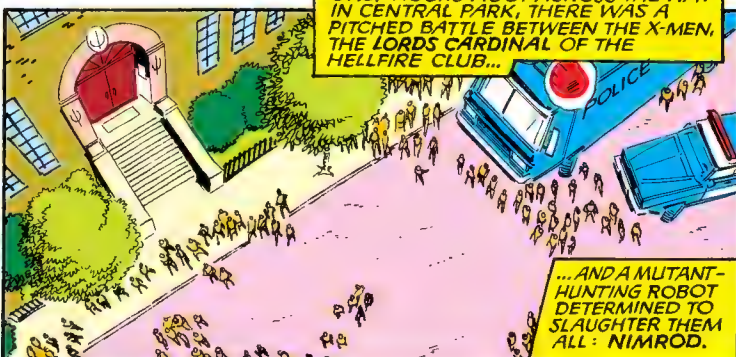
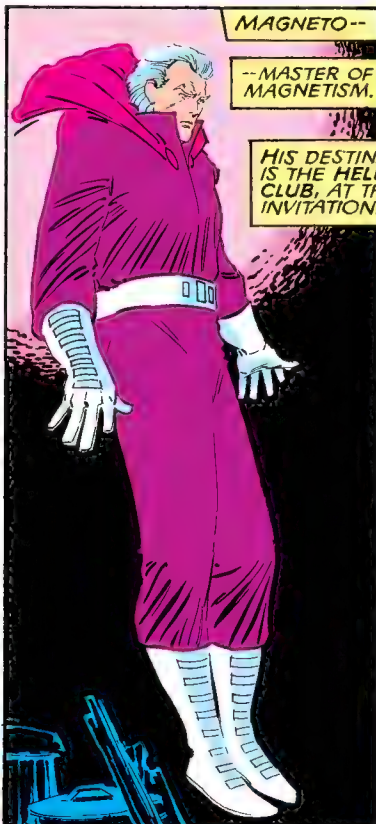
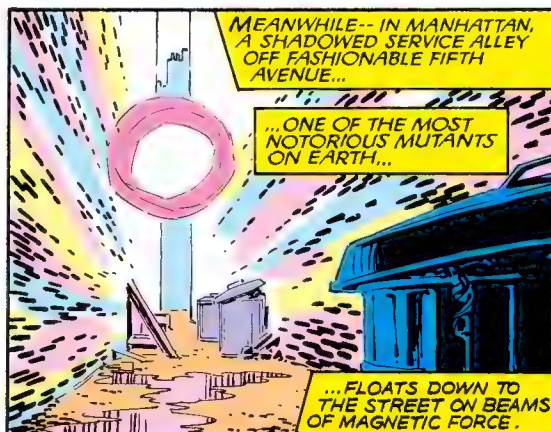
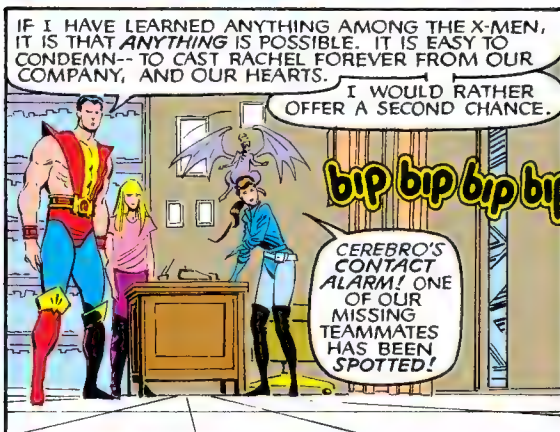
-- WE NEARLY DIED FIGHTING NIMROD -- AND MAYBE NIGHTCRAWLER HAS--*

-- BUT PHOENIX THOUGHT ONLY OF HERSELF!

*LAST ISH-- A.



...YET TODAY HE IS HEAD-MASTER OF THIS SCHOOL.



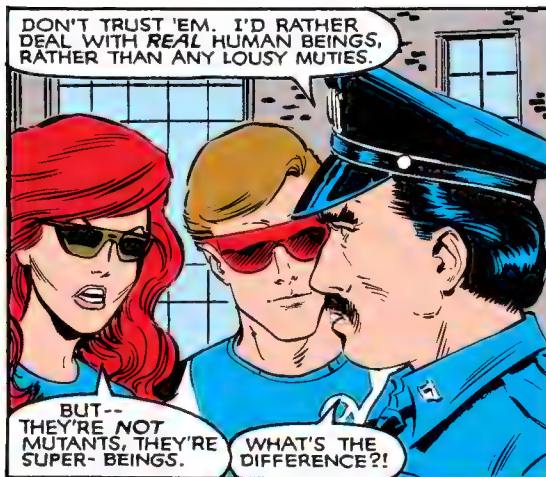


"AN' THE CITY WANTS TO THANK YOU GUYS FOR SHOWING UP!"

IT LOOKS LIKE WE MISSED THE FIREWORKS.

WHY DIDN'T YOU SUMMON THE AVENGERS?

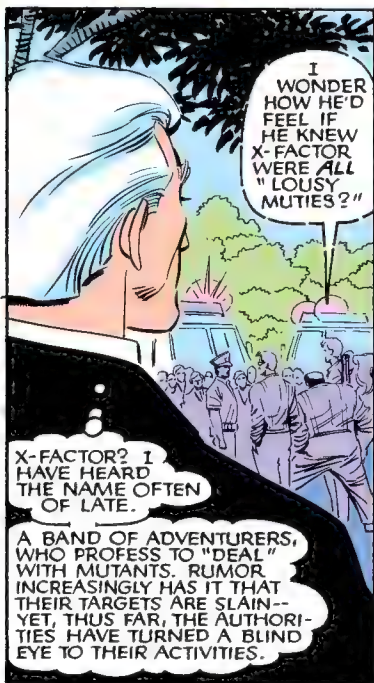
THEIR HEAD-QUARTERS IS RIGHT DOWN THE STREET.



DON'T TRUST 'EM. I'D RATHER DEAL WITH REAL HUMAN BEINGS, RATHER THAN ANY LOUSY MUTIES.

BUT-- THEY'RE NOT MUTANTS, THEY'RE SUPER-BEINGS.

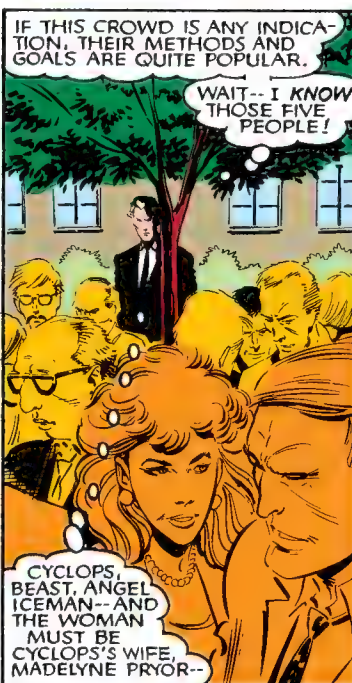
WHAT'S THE DIFFERENCE?!



I WONDER HOW HE'D FEEL IF HE KNEW X-FACTOR WERE ALL "LOUSY MUTIES?"

X-FACTOR? I HAVE HEARD THE NAME OFTEN OF LATE.

A BAND OF ADVENTURERS, WHO PROFESS TO "DEAL" WITH MUTANTS. RUMOR INCREASINGLY HAS IT THAT THEIR TARGETS ARE SLAIN-- YET, THUS FAR, THE AUTHORITIES HAVE TURNED A BLIND EYE TO THEIR ACTIVITIES.



IF THIS CROWD IS ANY INDICATION, THEIR METHODS AND GOALS ARE QUITE POPULAR.

WAIT-- I KNOW THOSE FIVE PEOPLE!

CYCLOPS, BEAST, ANGEL, ICEMAN-- AND THE WOMAN MUST BE CYCLOPS'S WIFE, MADELYNE PRYOR--



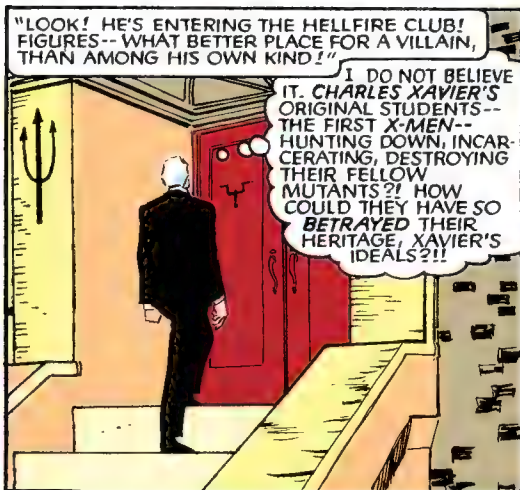
"-- THE SURVIVING MEMBERS OF THE ORIGINAL X-MEN!"

SCOTT-- ON THE SIDEWALK--

--MAGNETO!

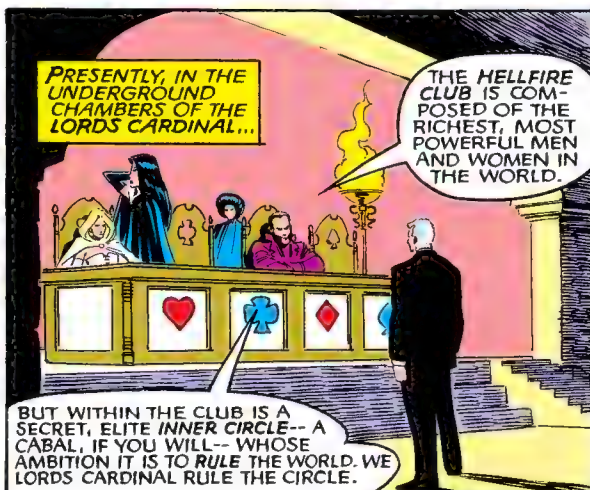
SHOULD WE DO SOMETHING?!

TOO BIG A CROWD, WARREN-- TOO GREAT A RISK OF BYSTANDERS BEING HURT-- WE'LL WAIT, AND WATCH. LET HIM MAKE THE NEXT MOVE.



"LOOK! HE'S ENTERING THE HELLFIRE CLUB! FIGURES-- WHAT BETTER PLACE FOR A VILLAIN, THAN AMONG HIS OWN KIND!"

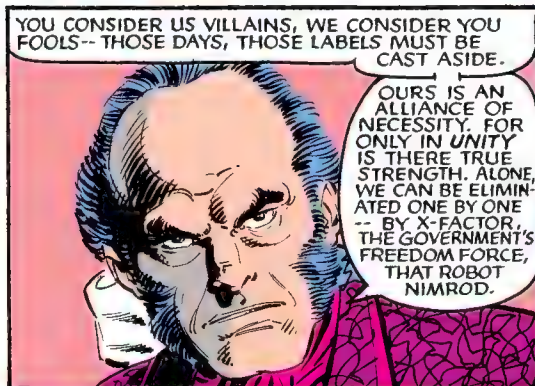
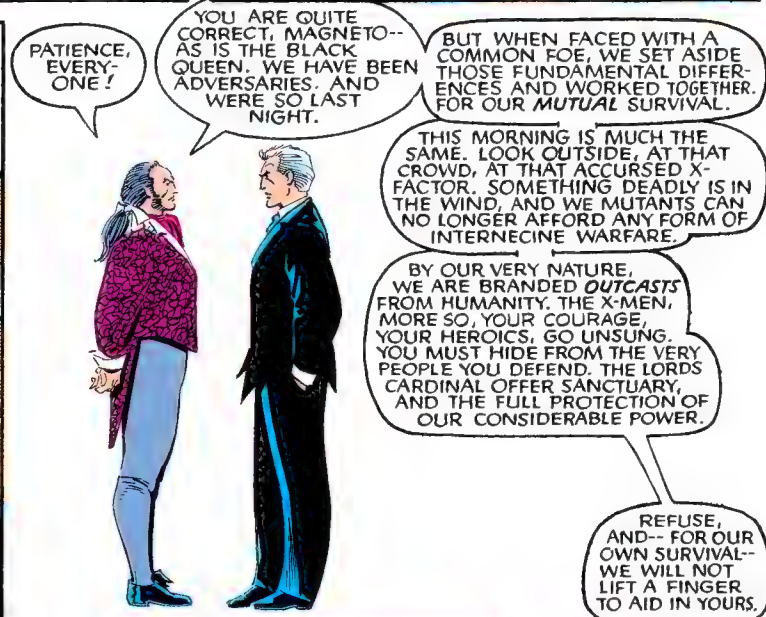
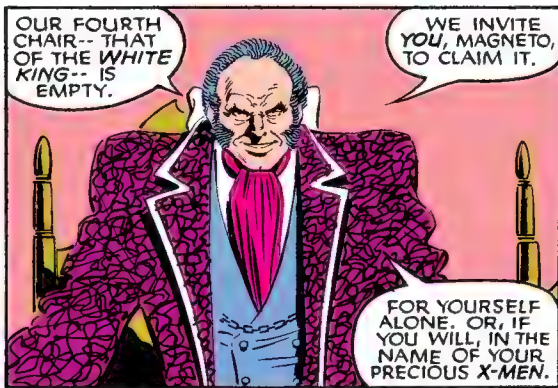
I DO NOT BELIEVE IT. CHARLES XAVIER'S ORIGINAL STUDENTS-- THE FIRST X-MEN-- HUNTING DOWN, INCARCERATING, DESTROYING THEIR FELLOW MUTANTS?! HOW COULD THEY HAVE SO BETRAYED THEIR HERITAGE, XAVIER'S IDEALS?!!



PRESENTLY, IN THE UNDERGROUND CHAMBERS OF THE LORDS CARDINAL...

THE HELLFIRE CLUB IS COMPOSED OF THE RICHEST, MOST POWERFUL MEN AND WOMEN IN THE WORLD.

BUT WITHIN THE CLUB IS A SECRET, ELITE INNER CIRCLE-- A CABAL, IF YOU WILL-- WHOSE AMBITION IT IS TO RULE THE WORLD. WE LORDS CARDINAL RULE THE CIRCLE.





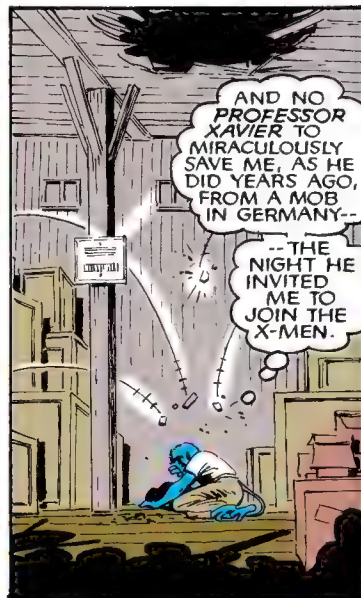
LEAVE ME ALONE!
I'VE DONE NOTHING!

GET HIM!



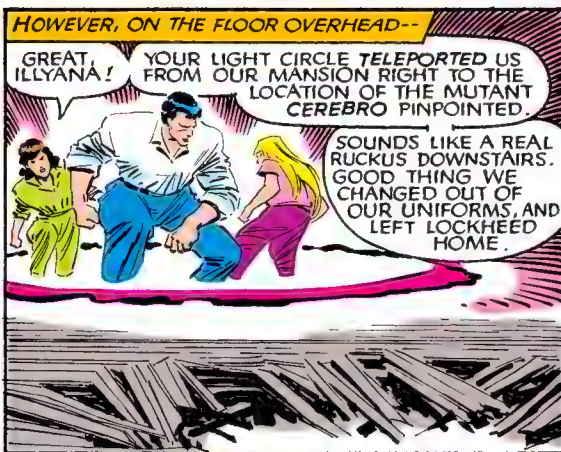
THEY WON'T LISTEN-- OHWW!

NOWHERE TO HIDE--
TOO WEAK TO FIGHT!



AND NO PROFESSOR XAVIER TO MIRACULOUSLY SAVE ME, AS HE DID YEARS AGO, FROM A MOB IN GERMANY--

--THE NIGHT HE INVITED ME TO JOIN THE X-MEN.



HOWEVER, ON THE FLOOR OVERHEAD--

GREAT, ILLYANA! YOUR LIGHT CIRCLE TELEPORTED US FROM OUR MANSION RIGHT TO THE LOCATION OF THE MUTANT CEREBRO PINPOINTED.

SOUNDS LIKE A REAL RUCKUS DOWNSTAIRS. GOOD THING WE CHANGED OUT OF OUR UNIFORMS, AND LEFT LOCKHEED HOME.



IT'S NIGHTCRAWLER! THANK HEAVEN! ILLYANA, TELEPORT HIM OUT OF THERE!

NO, KITTY. NOT YET.

ARE YOU CRAZY, PETER--?

PERHAPS. BUT WHAT HOPE HAS MUTANTKIND IF ALL WE DO IS FLEE FROM MOBS? IT IS TIME, I THINK, TO TRY A BETTER WAY--



--BY STANDING UP TO ONE!

PETER?!?

WHAT ARE YOU PEOPLE DOING?!

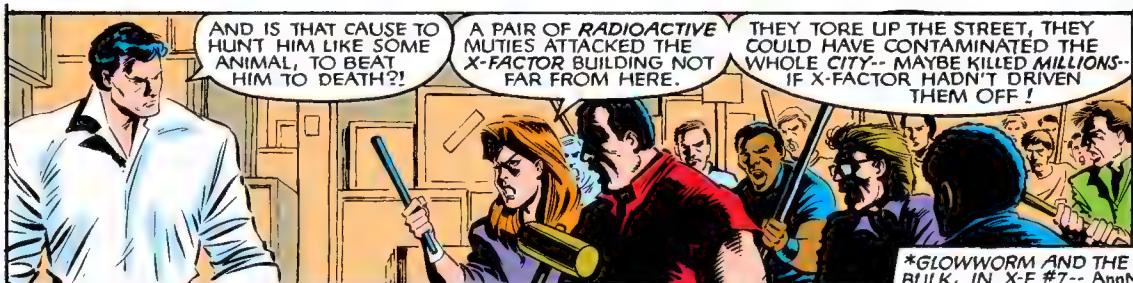


WHY ARE YOU CHASING THIS MAN, IS HE A CRIMINAL?



IT AIN'T NO MAN! AIN'T EVEN HUMAN!

HE'S WORSE'N ANY CROOK, MISTER, HE'S A MUTIE!



AND IS THAT CAUSE TO HUNT HIM LIKE SOME ANIMAL, TO BEAT HIM TO DEATH?!

A PAIR OF **RADIOACTIVE** MUTIES ATTACKED THE X-FACTOR BUILDING NOT FAR FROM HERE.

THEY TORE UP THE STREET, THEY COULD HAVE CONTAMINATED THE WHOLE CITY-- MAYBE KILLED MILLIONS-- IF X-FACTOR HADN'T DRIVEN THEM OFF!

*GLOWWORM AND THE BULK, IN X-F #7-- AnnN.



IS HE ONE OF THEM?
WHO CARES?!

IF HE HAS BROKEN THE LAW, THEN LET THE PROPER AUTHORITIES...



HUMAN LAW IS FOR HUMAN BEINGS!

NOW BACK OFF, FELLA, OR YOU'LL GET THE SAME!

PETER MUST BE CRAZY FOR PULLING A STUNT LIKE THIS.



AND I MUST BE CRAZIER FOR GOING ALONG.

HEY, MISTER-- WHO DEFINES WHAT'S HUMAN?

IT'S OBVIOUS, GIRL-- JUST OPEN YOUR EYES.

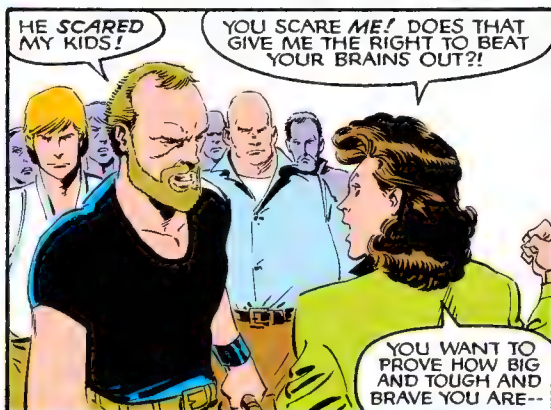


THAT SIMPLE, huh?

WELL, A WHOLE CHUNK OF MY FAMILY WAS MURDERED IN GAS CHAMBERS BECAUSE THE NAZIS SAID IT WAS JUST AS "OBVIOUS" THAT JEWS WEREN'T HUMAN.

AND NOT SO LONG AGO, IN THIS COUNTRY, PEOPLE FELT THE SAME ABOUT BLACKS. SOME STILL DO.

IS THAT RIGHT?!



HE SCARED MY KIDS!

YOU SCARE ME! DOES THAT GIVE ME THE RIGHT TO BEAT YOUR BRAINS OUT?!

YOU WANT TO PROVE HOW BIG AND TOUGH AND BRAVE YOU ARE--



--BEAT UP ON ME!

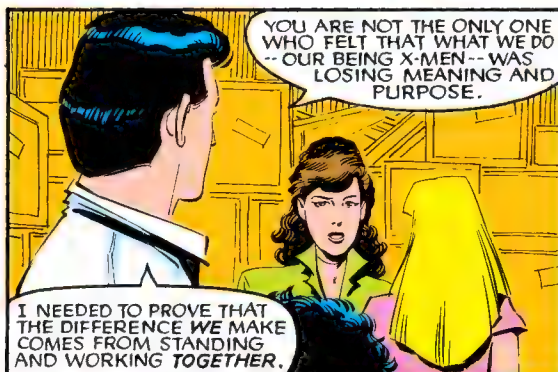
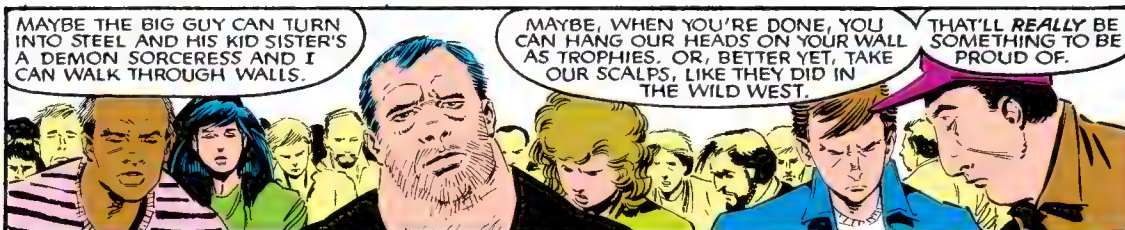
C'MON, WHAT'RE YOU WAITING FOR?!

YOU'RE BIGGER'N ME, AN' I'M JUST A GIRL!



HEY-- MAYBE I'M A MUTIE, TOO?! EVER THINK OF THAT?!!

MAYBE WE ALL ARE?!!



THE DELACORTE THEATRE-- OUTDOOR HOME OF THE NEW YORK SHAKESPEARE FESTIVAL'S SUMMER SEASON IN CENTRAL PARK...

THIS IS WHERE RACHEL'S TRAIL LEADS, STORM.

THIS IS WHERE IT ENDS.

YOU SAY SHE IS LOST, WOLVERINE?!

SHE'S GONE, BOSS. WHERE THE X-MEN CAN'T FOLLOW.

IS THERE NOTHING WE CAN DO?

I FIGURE I DID ENOUGH...

... WHEN I NEARLY KILLED HER.

SHE WAS TRYING TO MURDER THE BLACK QUEEN. SHOULD I HAVE LET HER?

IT SHOULD NEVER HAVE COME TO THAT.

THE X-MEN ARE A TEAM, LOGAN.

I DO NOT OBJECT TO YOUR ATTEMPTING TO STOP RACHEL-- BUT YOU SHOULD NOT HAVE DONE SO ALONE. HAD I-- HAD ALL THE X-MEN-- BEEN THERE, SHE MIGHT STILL BE WITH US, INSTEAD OF VANISHED GODDESS KNOWS WHERE.

AND IF WE ARE A TEAM, MY FRIEND, AND I AM ITS LEADER, I MUST HAVE YOUR TRUST. AND, WHEN REQUIRED, YOUR OBEDIENCE.

ALL MY LIFE, DARLIN', I'VE BEEN A LONER.

THEN WALK AWAY, BEFORE MORE HARM IS DONE.

WE CANNOT AFFORD A "NEXT TIME," THE STAKES HAVE GROWN TOO HIGH. WE DEPEND ON YOU, WOLVERINE.

YOU MUST BE THERE.

I WILL BE.

TO THE END.

THE RAILWAY TUNNEL BENEATH
PARK AVENUE, RUNNING FROM THE
TOP OF MANHATTAN ISLAND...



... DOWN THE EAST
SIDE TO GRAND
CENTRAL STATION.

THE 20th-CENTURY
FROM CHICAGO IS TWO
HOURS LATE, AS USUAL...

... BUT TOMMY COULDN'T CARE
LESS--



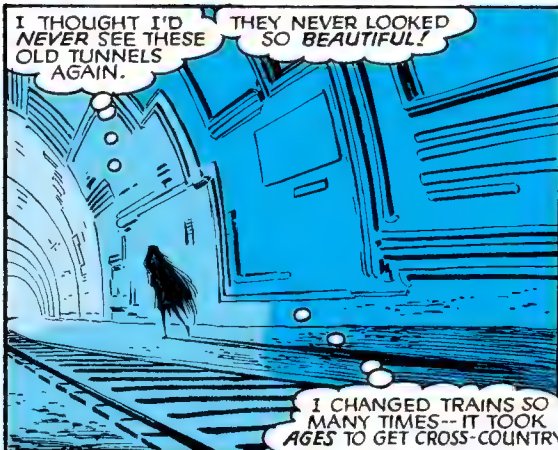
-- AS SHE FOLDS
HERSELF FLAT--

-- AND SLIPS
OUT OF THE
BAGGAGE
CAR--

-- ALL THAT MATTERS
TO HER IS THAT
SHE'S ALIVE...



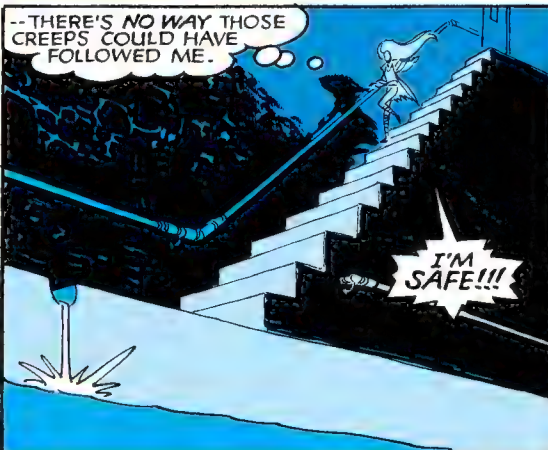
... AND
HOME.



I THOUGHT I'D
NEVER SEE THESE
OLD TUNNELS
AGAIN.

THEY NEVER LOOKED
SO BEAUTIFUL!

I CHANGED TRAINS SO
MANY TIMES-- IT TOOK
AGES TO GET CROSS-COUNTRY--



-- THERE'S NO WAY THOSE
CREEPS COULD HAVE
FOLLOWED ME.

I'M
SAFE!!!

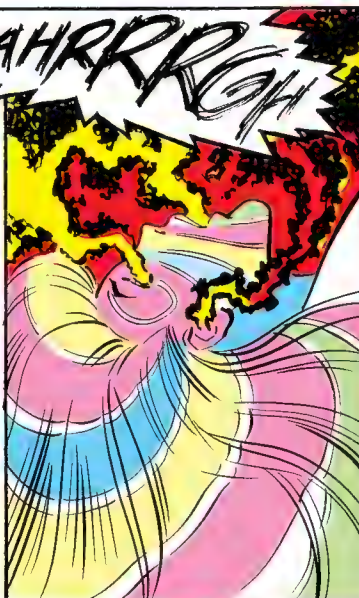


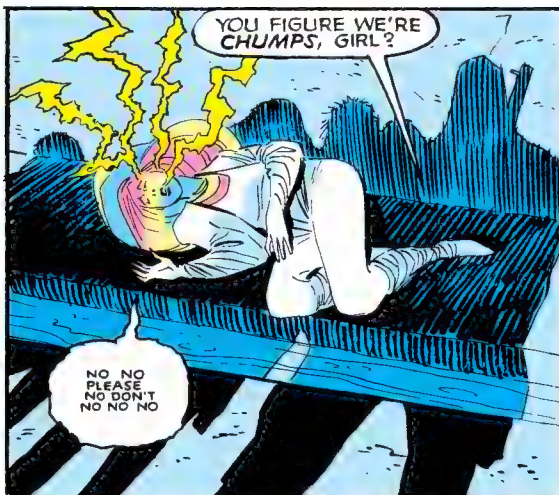
SURPRISE,
SWEETHEART!

SFAZZSH



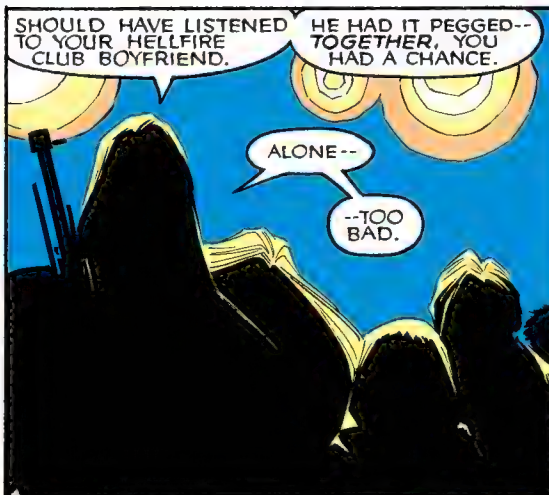
YAAH AHHRRROH





YOU FIGURE WE'RE CHUMPS, GIRL?

NO NO PLEASE
NO DON'T
NO NO NO



SHOULD HAVE LISTENED TO YOUR HELLFIRE CLUB BOYFRIEND.

HE HAD IT PEGGED-- TOGETHER, YOU HAD A CHANCE.

ALONE--

--TOO BAD.



WE LET YOU GO.

SO YOU'D LEAD US TO YOUR FELLOW MORLOCKS.



NO HARD FEELINGS.

NOTHING PERSONAL.

IT'S OUR JOB.

WE'RE PROS.

THE BEST.

MARAUDERS!



KLIK-KLAK



DON'T FEEL SAD, YOUNGSTER--

-- 'CAUSE WHERE YOU'RE GOING...

...YOU'LL SOON HAVE LOTS OF COMPANY.



NEXT: MASSACRE!

MARVEL
25TH
ANNIVERSARY

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THE UNCANNY

X-MEN[®]



STAN LEE
PRESENTS:

MASSACRE

STARRING THE
UNCANNY
X-MEN

A MILE BENEATH
MANHATTAN'S
STREETS--IN THE
SHADOWED,
SECRET TUNNELS
WHEREIN THE
MORLOCKS DWELL--
IT BEGINS...

HI,
THERE!

I'M SCALP-
HUNTER.

WE'RE THE
MARAUDERS.

WE KILL
MUTANTS.

WHO'S
NEXT?!

CHRIS
CLAREMONT
WRITER

JOHN ROMITA JR. &
BRET BLEVINS
ARTISTS

AL
WILLIAMSON
INKER

TOM
ORZECOWSKI
LETTERER

GLYNIS
OLIVER
COLORIST

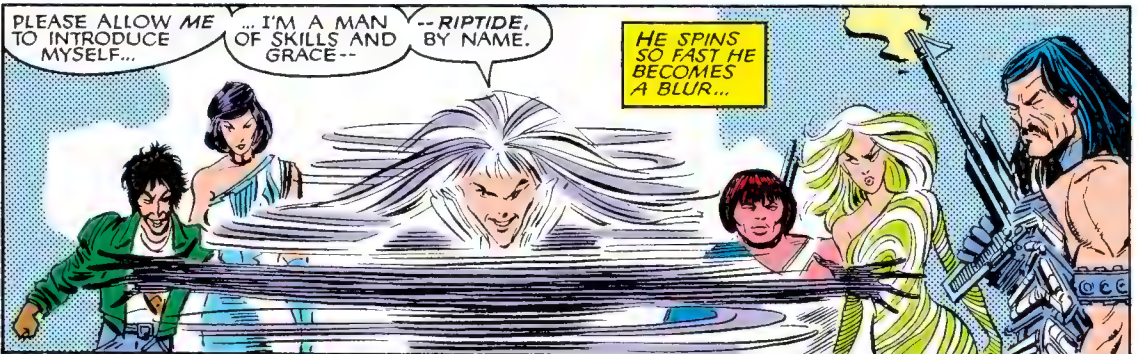
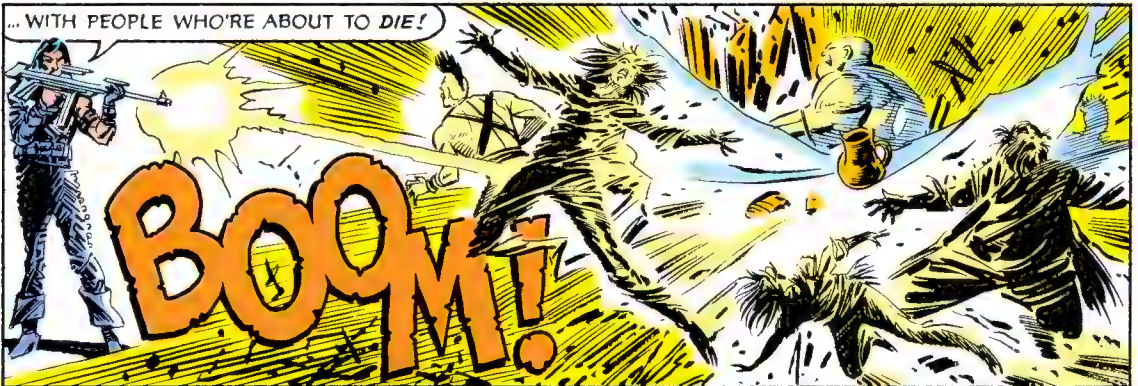
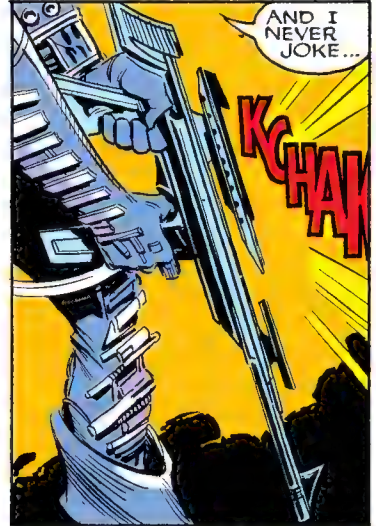
ANN
NOCENTI
EDITOR

JIM
SHOOTER
EDITOR IN CHIEF

MORLOCKS ARE OUTCASTS FROM SOCIETY-- AS THEY FEEL THEIR BEING MUTANTS BRANDS THEM AS OUTCASTS FROM THE HUMAN RACE. THEY LIVE DEEP UNDERGROUND, BECAUSE THEY BELIEVE THAT HERE THEY'RE SAFE.

WHA' CHU TALKIN', MAN-- THIS SOME KIND'A HA-HA, HEY?

NOPE.

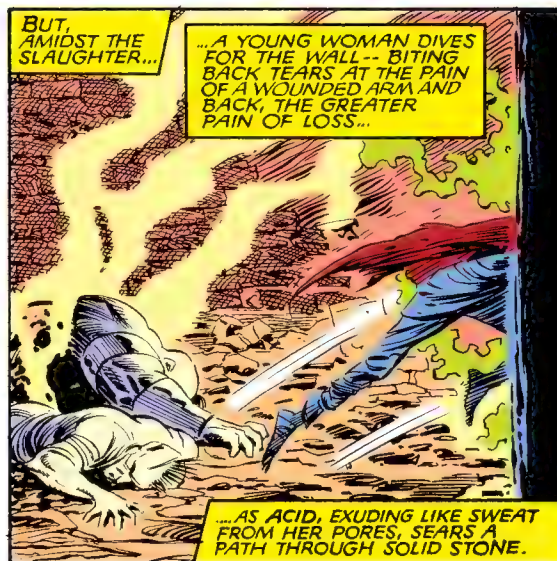
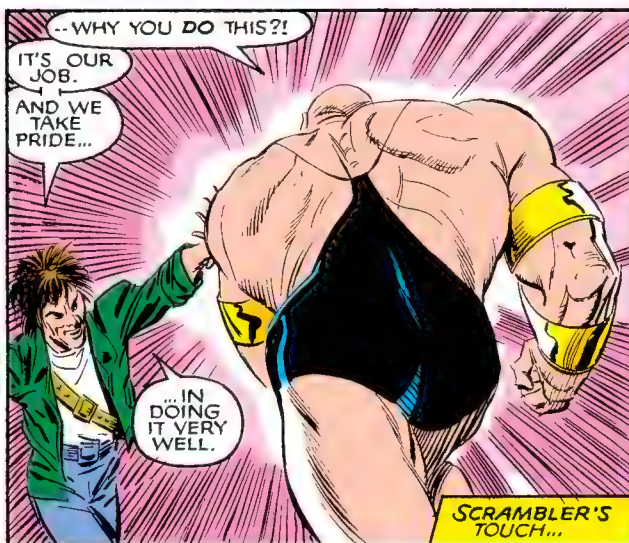
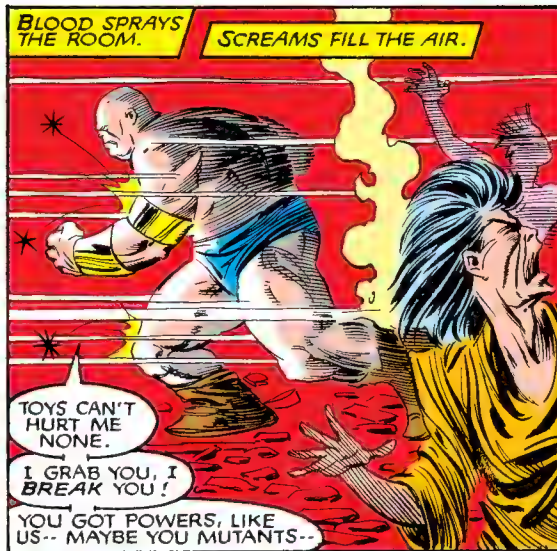
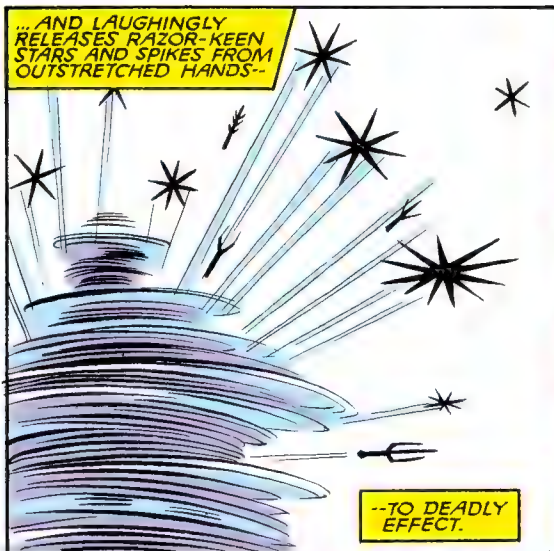


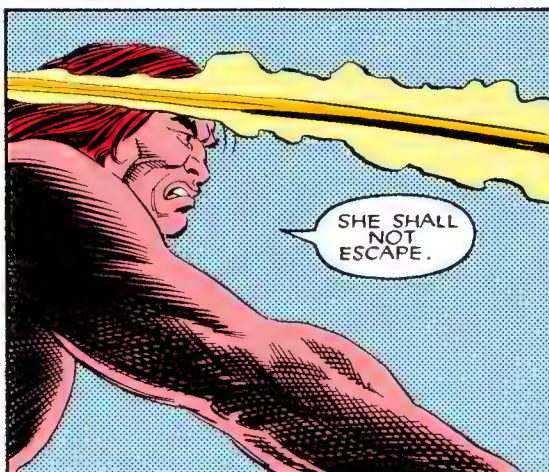
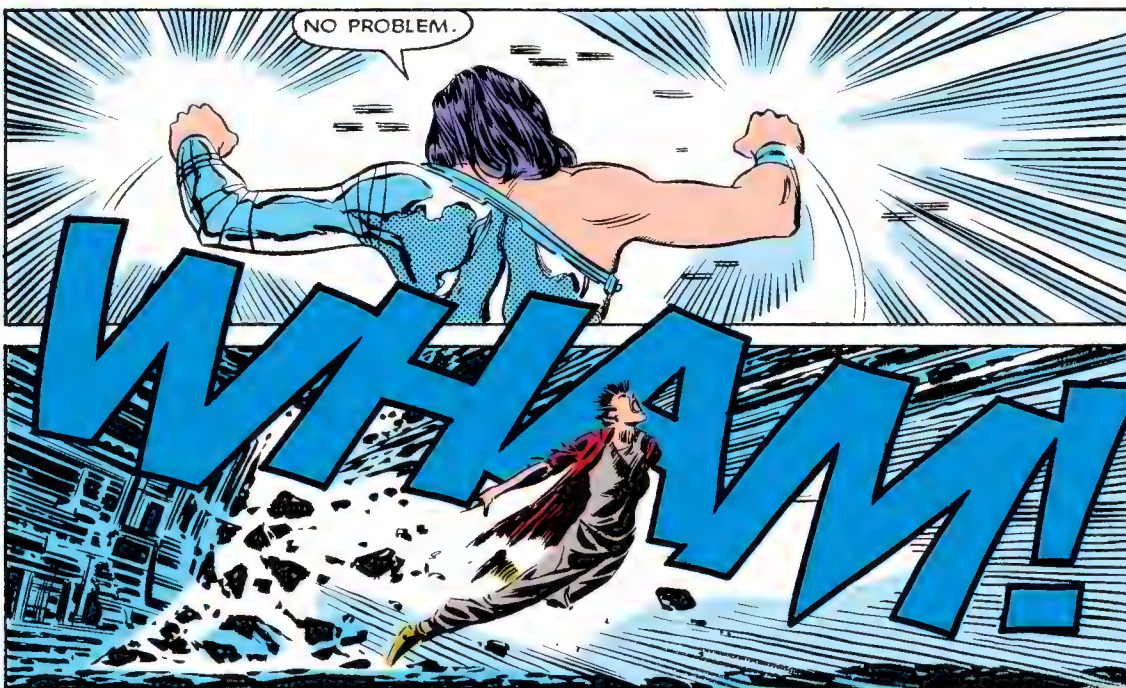
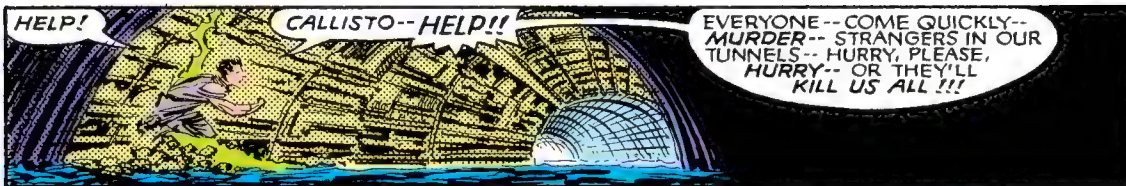
PLEASE ALLOW ME TO INTRODUCE MYSELF...

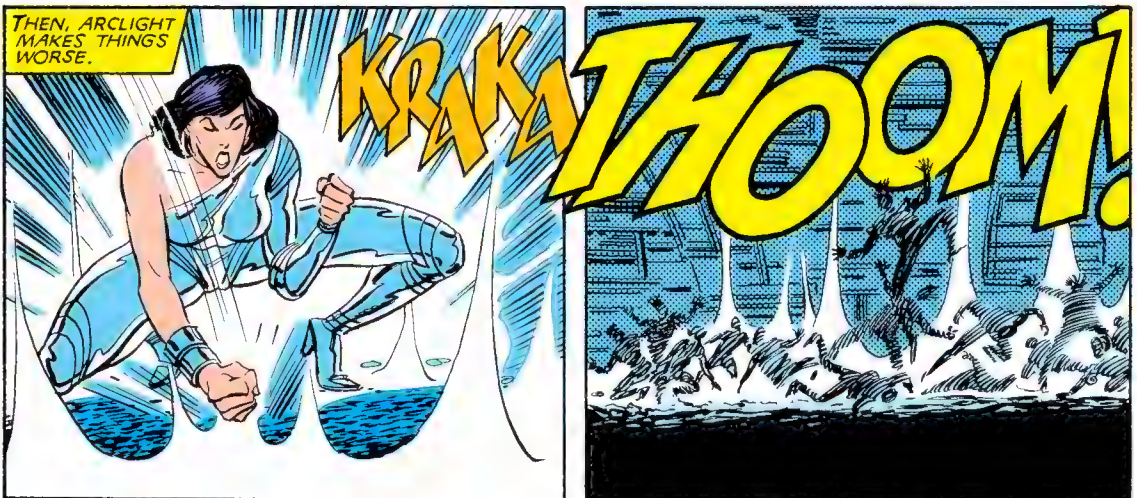
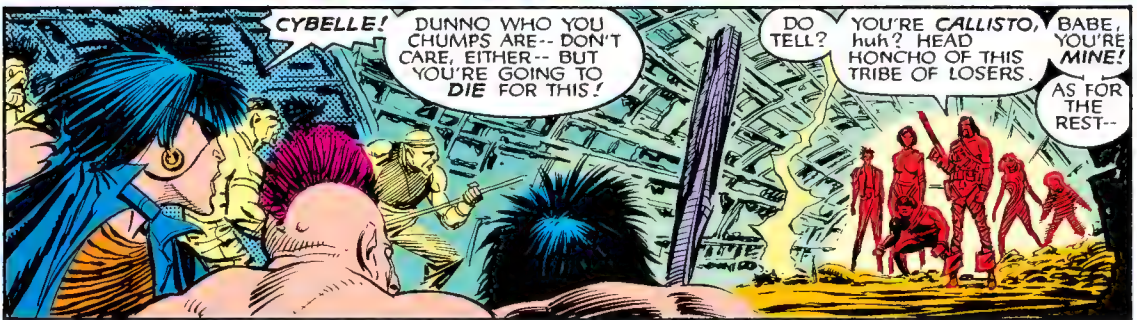
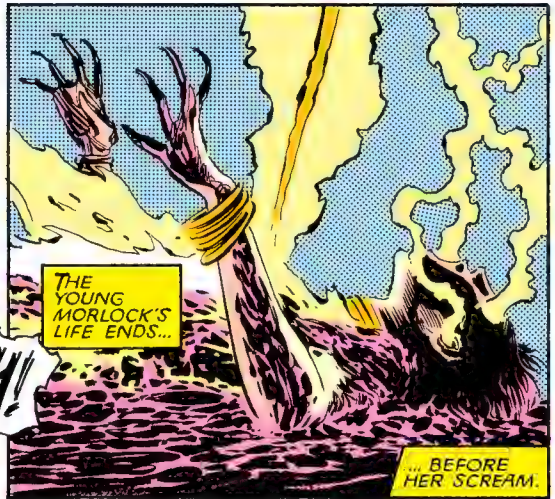
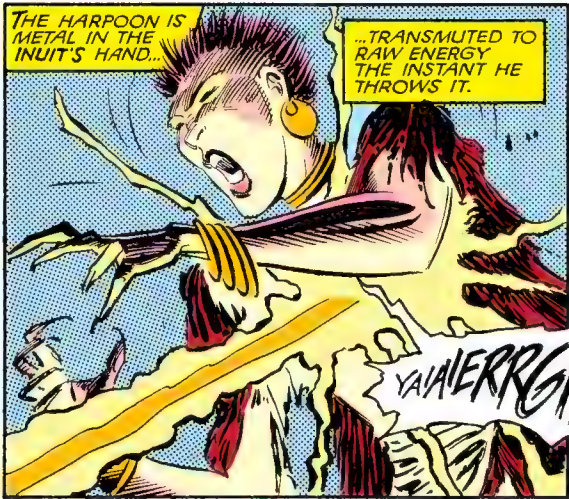
...I'M A MAN OF SKILLS AND GRACE--

--RIPTIDE, BY NAME.

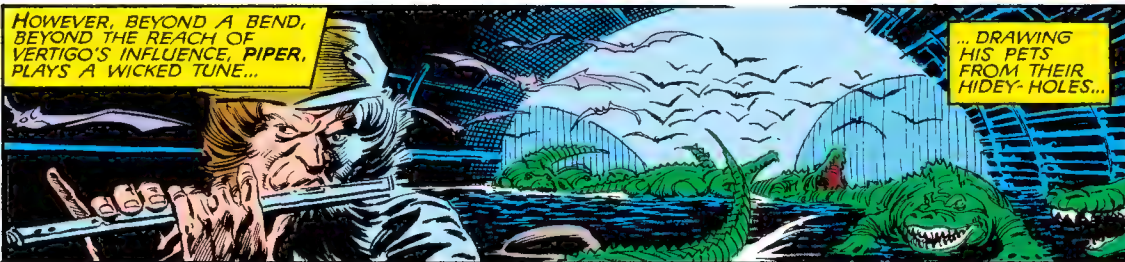
HE SPINS SO FAST HE BECOMES A BLUR...





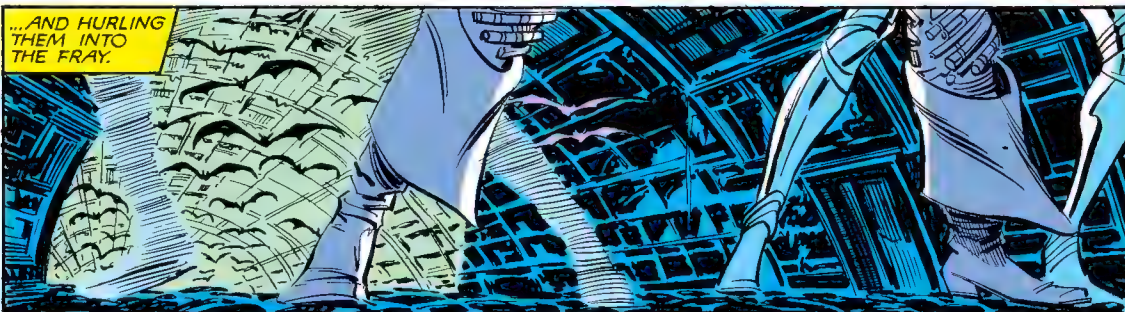


HOWEVER, BEYOND A BEND,
BEYOND THE REACH OF
VERTIGO'S INFLUENCE, PIPER,
PLAYS A WICKED TUNE...

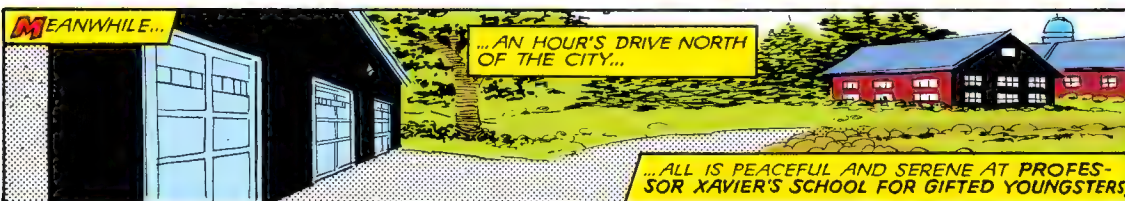


...DRAWING
HIS PETS
FROM THEIR
HIDEY-HOLES...

...AND HURLING
THEM INTO
THE FRAY.



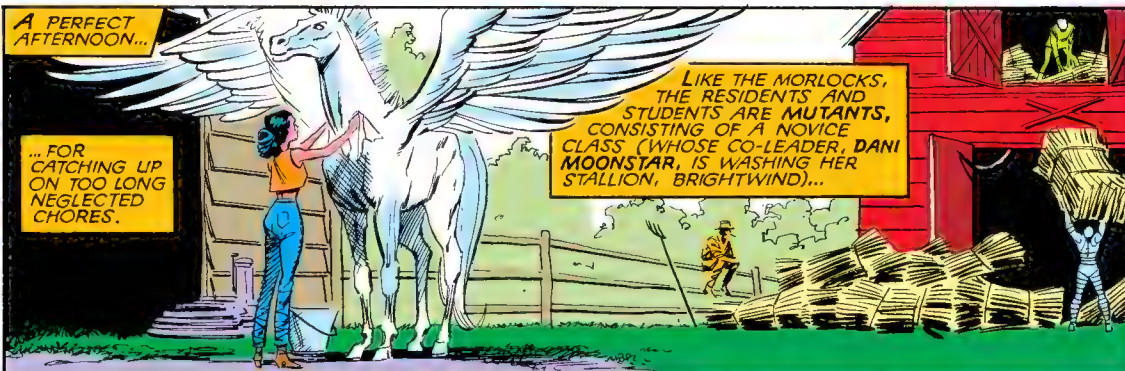
MEANWHILE...



...AN HOUR'S DRIVE NORTH
OF THE CITY...

...ALL IS PEACEFUL AND SERENE AT PROFES-
SOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS.

A PERFECT
AFTERNOON...



...FOR
CATCHING UP
ON TOO LONG
NEGLECTED
CHORES.

LIKE THE MORLOCKS,
THE RESIDENTS AND
STUDENTS ARE MUTANTS,
CONSISTING OF A NOVICE
CLASS (WHOSE CO-LEADER, DANI
MOONSTAR, IS WASHING HER
STALLION, BRIGHTWIND)...

...AND THE SENIOR
TEAM, THE X-MEN.

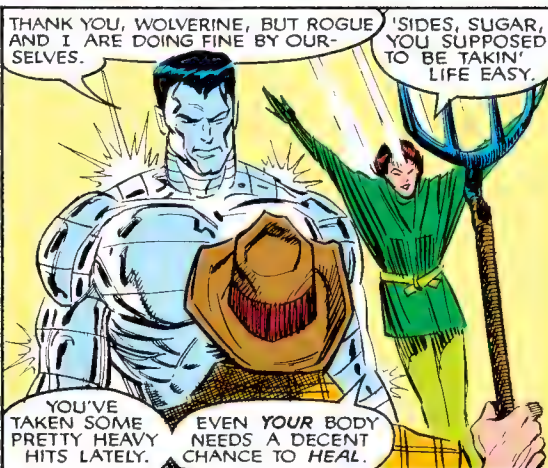


BY NATURE AS
WELL AS
CHOICE, THEY'RE
HEROES.

AND THEY'VE
THE WOUNDS
TO PROVE IT.

NEED A HAND,
COLOSSUS?

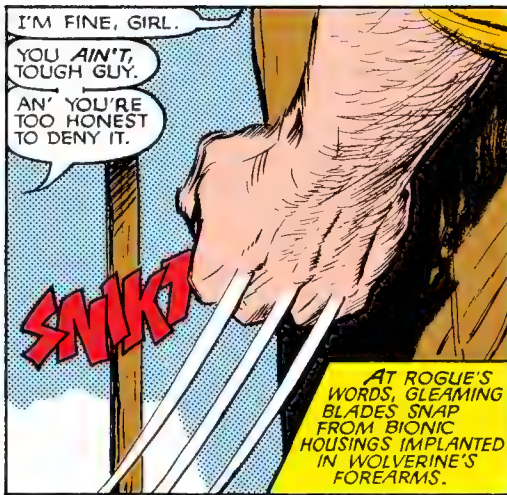
THANK YOU, WOLVERINE, BUT ROGUE
AND I ARE DOING FINE BY OUR-
SELVES.



'SIDES, SUGAR,
YOU SUPPOSED
TO BE TAKIN'
LIFE EASY.

YOU'VE
TAKEN SOME
PRETTY HEAVY
HITS LATELY.

EVEN YOUR BODY
NEEDS A DECENT
CHANCE TO HEAL.

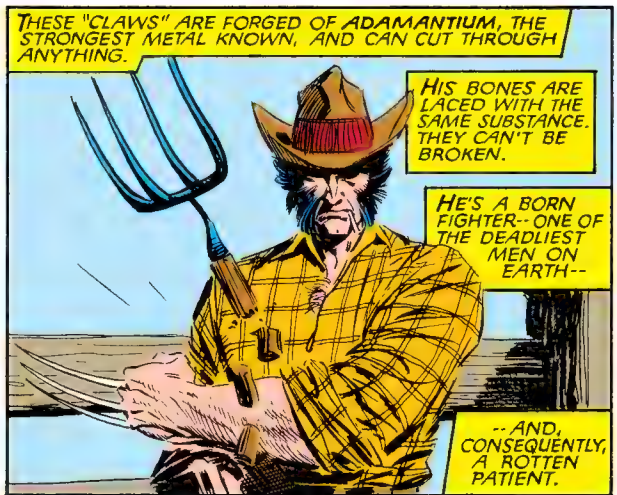


I'M FINE, GIRL.

YOU *AIN'T*, TOUGH GUY.

AN' YOU'RE TOO HONEST TO DENY IT.

AT ROGUE'S WORDS, GLEAMING BLADES SNAP FROM BIONIC HOUSINGS IMPLANTED IN WOLVERINE'S FOREARMS.

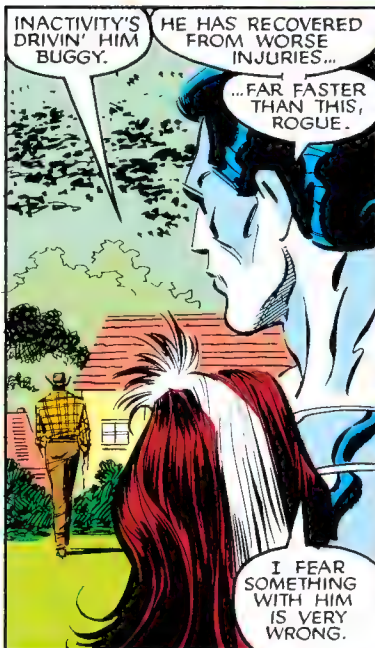


THESE "CLAWS" ARE FORGED OF ADAMANTIUM, THE STRONGEST METAL KNOWN, AND CAN CUT THROUGH ANYTHING.

HIS BONES ARE LACED WITH THE SAME SUBSTANCE. THEY CAN'T BE BROKEN.

HE'S A BORN FIGHTER-- ONE OF THE DEADLIEST MEN ON EARTH--

-- AND, CONSEQUENTLY, A ROTTEN PATIENT.

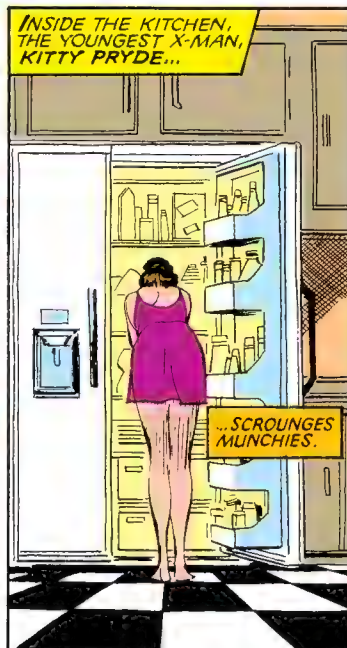


INACTIVITY'S DRIVIN' HIM BUGGY.

HE HAS RECOVERED FROM WORSE INJURIES...

...FAR FASTER THAN THIS, ROGUE.

I FEAR SOMETHING WITH HIM IS VERY WRONG.



INSIDE THE KITCHEN, THE YOUNGEST X-MAN, KITTY PRYDE...

...SCROUNGES MUNCHIES.



THIS, YOUNG LADY, IS CERTAIN TO RUIN YOUR APPETITE FOR DINNER.

Sigh!:

THAT ASSUMES I'LL HAVE TIME FOR SLIPPER, WHICH I WON'T...

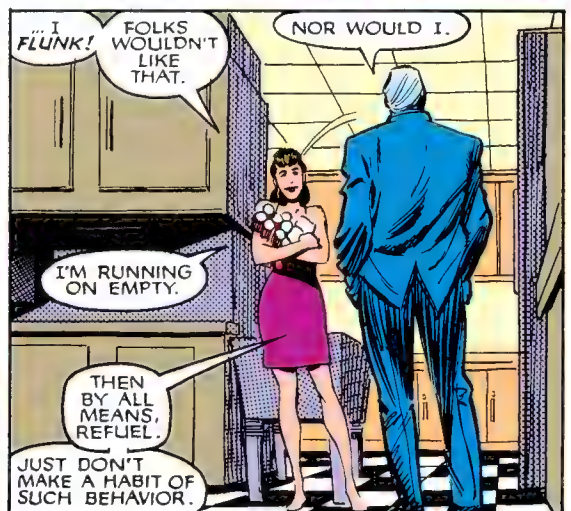


...MR. HEADMASTER, MAGNETO, O, GREAT AND POWERFUL MASTER OF MAGNETISM, SIR--

--BECAUSE I'VE GOT TERM PAPERS DUE...

...AND SINCE PROFESSOR XAVIER'S IS A SCHOOL...

...IF I DON'T PRODUCE ANY WORK...



...I FLUNK!

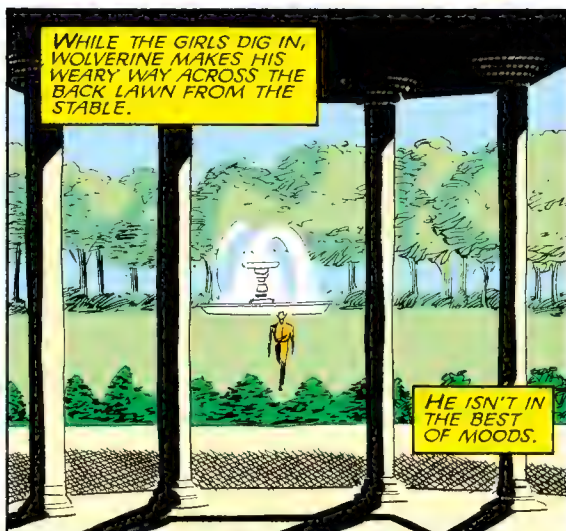
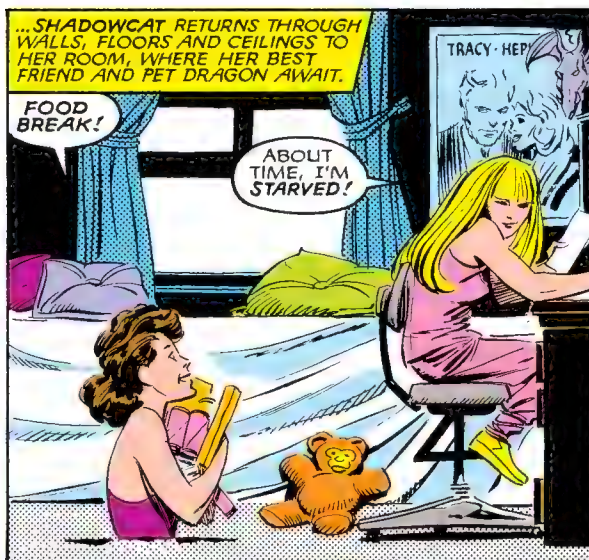
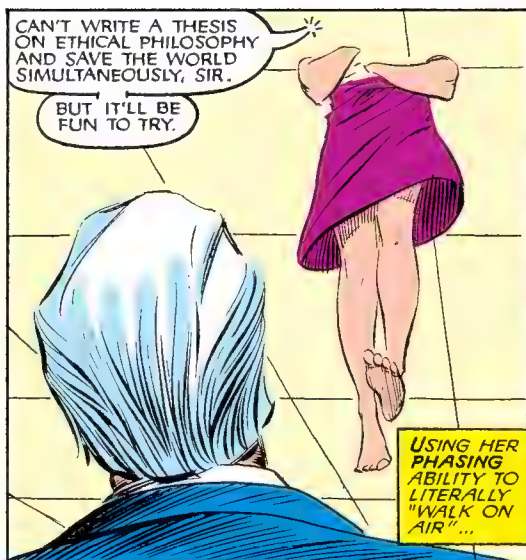
FOLKS WOULDN'T LIKE THAT.

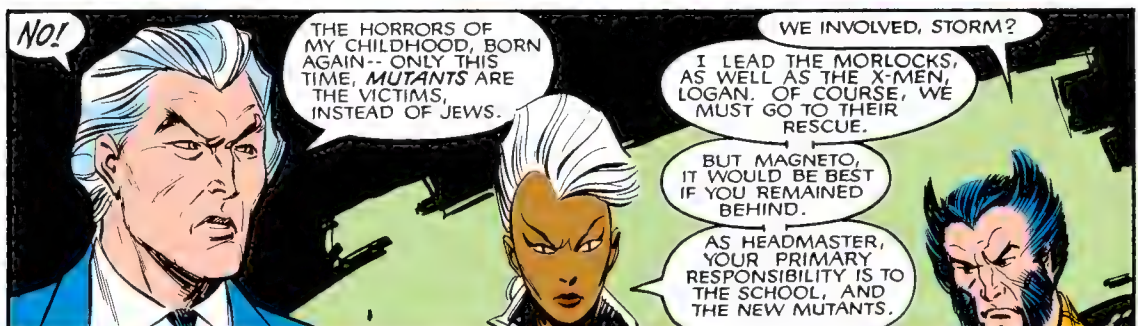
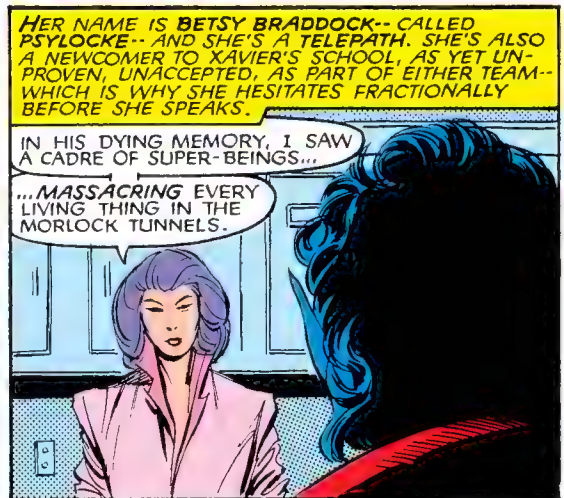
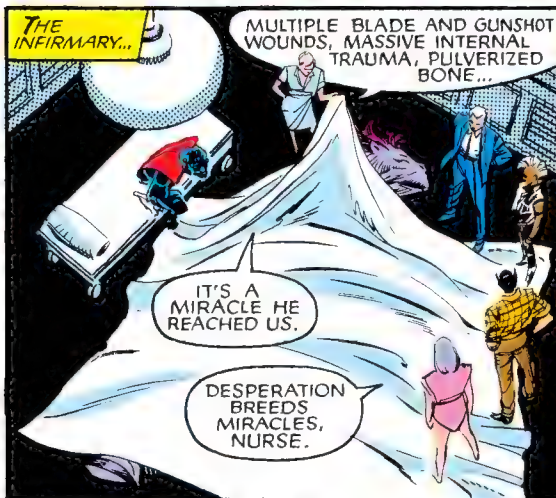
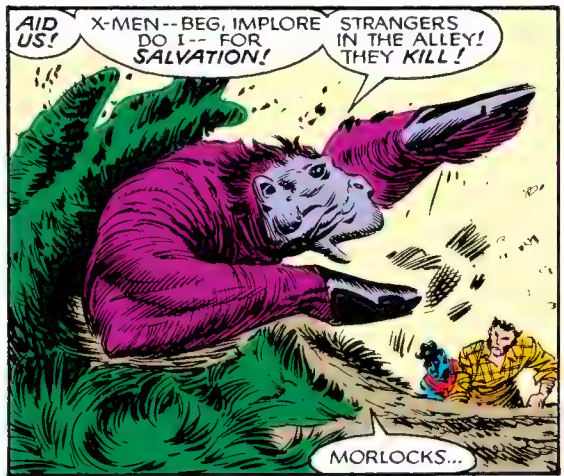
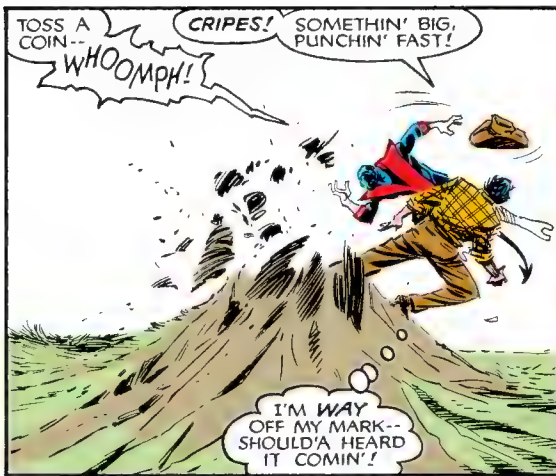
NOR WOULD I.

I'M RUNNING ON EMPTY.

THEN BY ALL MEANS, REFUEL.

JUST DON'T MAKE A HABIT OF SUCH BEHAVIOR.





IF SOMETHING HAPPENS TO US-- IF AN ATTACK COMES HERE-- THEY WILL NEED YOU.

I...

...UNDER-
STAND.

EVERY
FIBER OF MY
BEING SHRIEKS
FOR ACTION...

"...BUT I WILL NOT
FAIL MY STUDENTS'
TRUST AGAIN."

KITTY'S ROOM-
MATE-- AND
BEST FRIEND.
AS WELL AS
COLOSSUS'
LITTLE SISTER--
ILLYANA...

...TELEPORTS
THE TEAM
FROM THE
MANSION
TO THE
"ALLEY"--

--THE GIANT TUNNEL, RUNNING THE LENGTH OF MANHATTAN
ISLAND, THAT IS THE HEART OF THE MORLOCKS' DOMAIN.

I GOT
MORLOCK
SCENTS,
CLOSE-BY.

BETTER
BRACE
YOURSELVES,
THOUGH.

"THIS WON'T
BE PRETTY."

CALLISTO!

SHE IS
WOUNDED--

--BUT SHE
LIVES!

STAY BY
STORM,
YOU TWO...

...WHILE
I SEARCH
FOR MORE
SURVIVORS.

MY COUSIN KENNY,
IN CHICAGO, WORKS
IN A SLAUGHTER-
HOUSE. HE TOOK ME
ON A TOUR ONCE.
IT SMELLED
LIKE THIS.

Oh, PETER-- I
KNEW SOME OF
THESE PEOPLE, THEY
WERE FRIENDS!

WE BETTER WATCH
OUR STEP, 'CAT,
OR WE'LL END UP
THE SAME--

--WATCH IT,
EVERYONE--

--TROUBLE!

BUT EVEN AS THE X-MEN MOVE...

...VERTIGO
STRIKES.

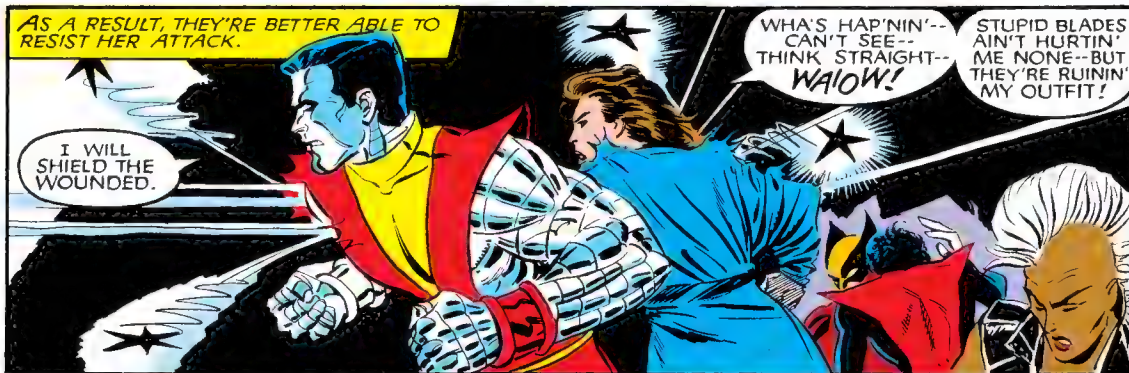


ALL YOURS, RIP!

CUT 'EM LOOSE FROM LIFE!

OF THESE X-MEN, STORM, COLOSSUS, NIGHTCRAWLER AND WOLVERINE HAVE FOUGHT VERTIGO BEFORE. *

*IN MARVEL FANFARE #364--A.



AS A RESULT, THEY'RE BETTER ABLE TO RESIST HER ATTACK.

I WILL SHIELD THE WOUNDED.

WHAS HAP'NIN'-- CAN'T SEE-- THINK STRAIGHT-- WAOW!

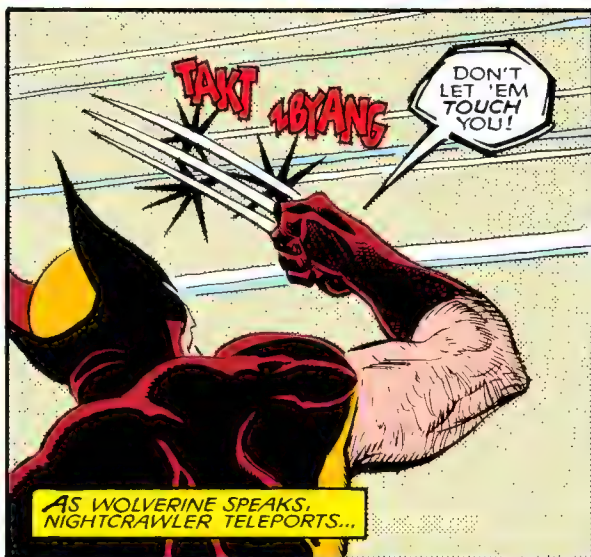
STUPID BLADES AIN'T HURTIN' ME NONE--BUT THEY'RE RUININ' MY OUTFIT!



TRY MY WAY, DARLIN'.

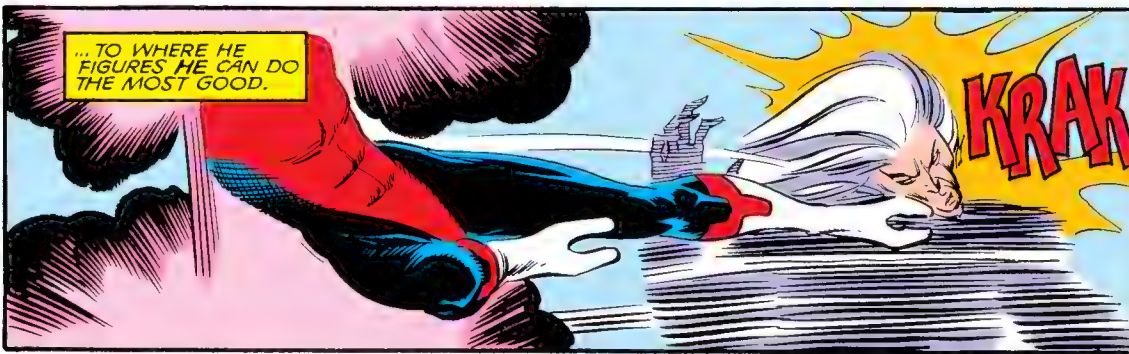
BAMF

SNIKT



DON'T LET 'EM TOUCH YOU!

AS WOLVERINE SPEAKS, NIGHTCRAWLER TELEPORTS...



...TO WHERE HE FIGURES HE CAN DO THE MOST GOOD.

KRAK



YOU'RE VERY GOOD AT DISHING OUT MISERY, FRAULEIN.



LET'S SEE HOW WELL YOU TAKE IT.

CAREFUL, ELF-- YOU MAY NOT BE UP TO THIS.

STAY CLOSE, WHERE WE CAN COVER YOU WHEN YOU LAND.

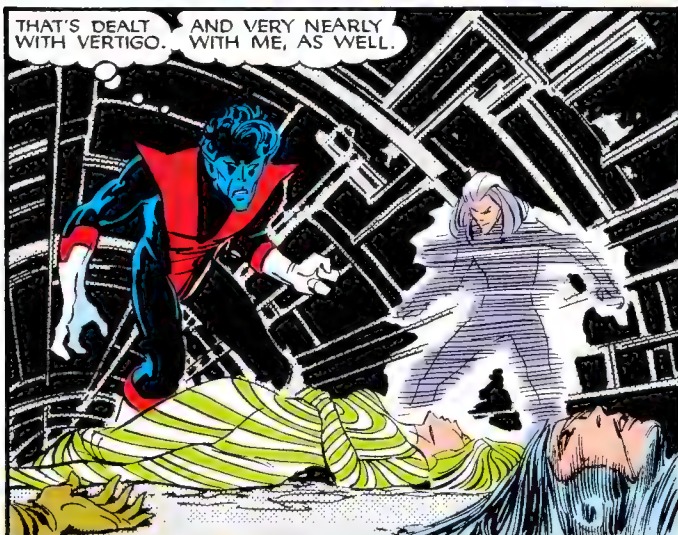
BAMF

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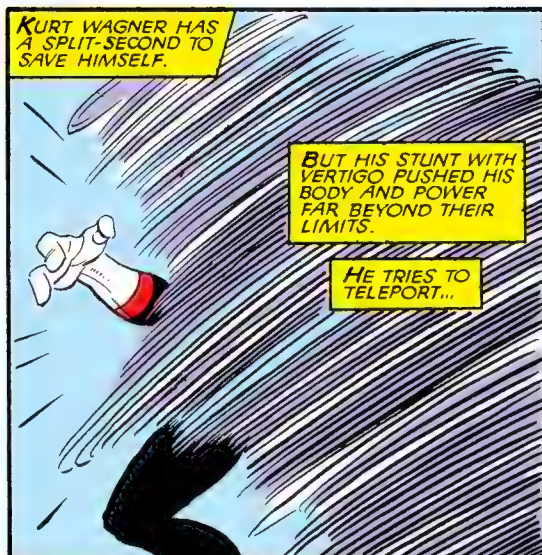
THAT'S DEALT WITH VERTIGO. AND VERY NEARLY WITH ME, AS WELL.



NIGHT-CRAWLER!

RIPTIDE'S GOT THE DROP ON HIM, BUT KURT HASN'T REALIZED IT!

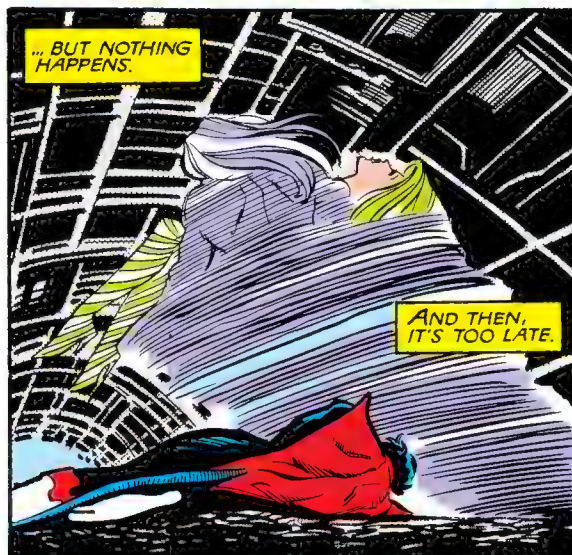
'PORT OUTTA THERE-- NOW!



KURT WAGNER HAS A SPLIT-SECOND TO SAVE HIMSELF.

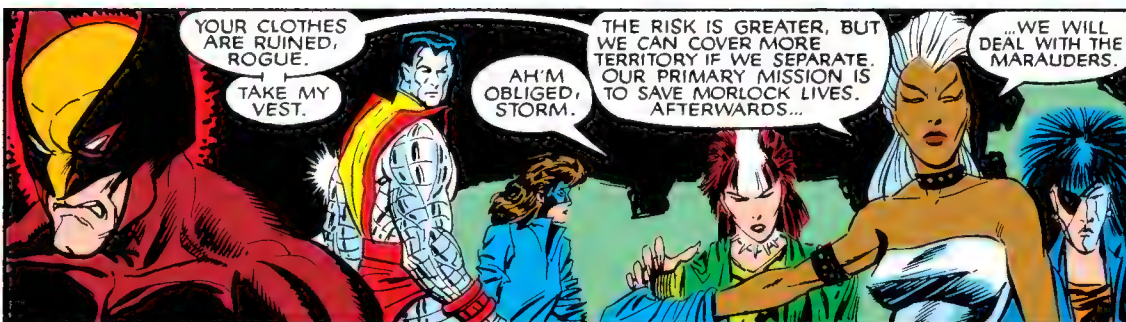
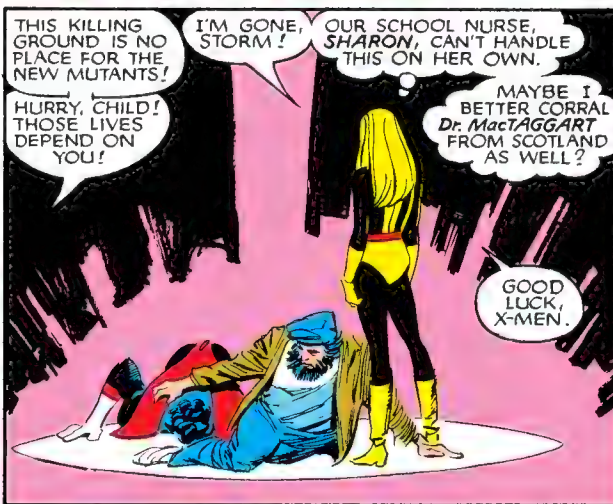
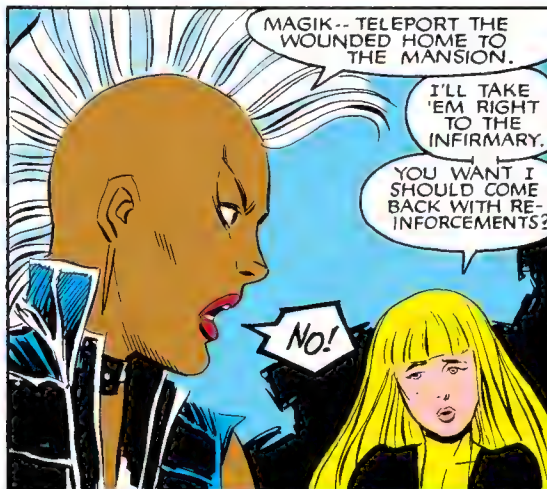
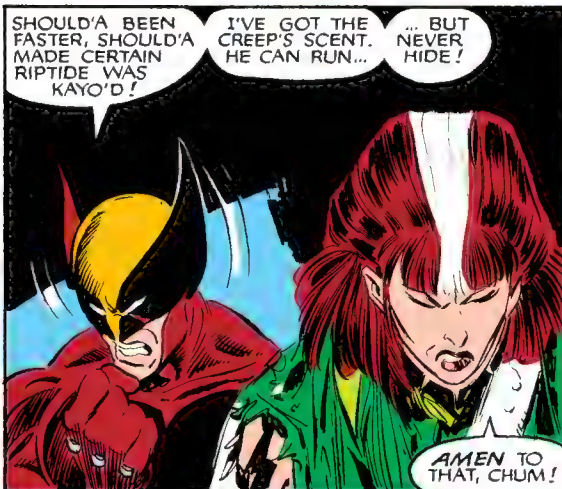
BUT HIS STUNT WITH VERTIGO PUSHED HIS BODY AND POWER FAR BEYOND THEIR LIMITS.

HE TRIES TO TELEPORT...



... BUT NOTHING HAPPENS.

AND THEN, IT'S TOO LATE.





ELSEWHERE...

HOWDY, FOLKS.

YOU'RE ANNALEE, AIN'T'CHA-- PROJECTING EMPATH?

IF YOU'RE USING YOUR POWER TO FRIGHTEN ME OFF, WASTED EFFORT, RAG-BAG. I DON'T SCARE EASY.



PLEASE-- DO WHAT YOU LIKE TO ME...

...BUT SPARE THESE CHILDREN.

THEY'VE DONE NOTHING!



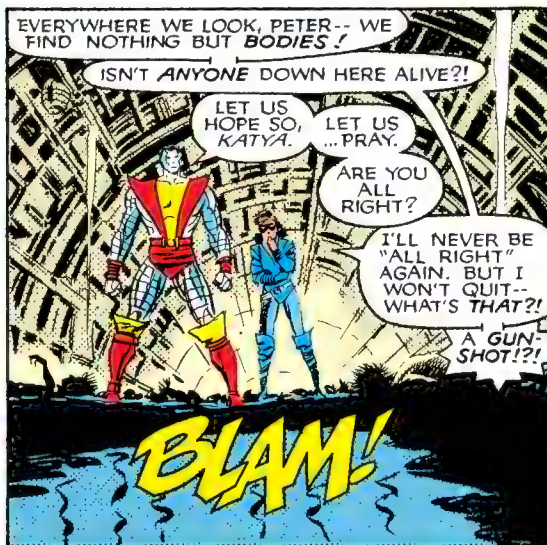
THEY WERE BORN, THAT'S ENOUGH.

WRONG PLEA, OLD LADY, TO THE WRONG MAN. DIDN'T WORK MONTHS AGO...

...WHEN I NAILED A QUARTET OF MORLOCK BRATS ON THE SURFACE.

BLAM!

WON'T WORK NOW.



EVERYWHERE WE LOOK, PETER-- WE FIND NOTHING BUT BODIES!

ISN'T ANYONE DOWN HERE ALIVE?!

LET US HOPE SO, KATYA.

LET US ...PRAY.

ARE YOU ALL RIGHT?

I'LL NEVER BE "ALL RIGHT" AGAIN. BUT I WON'T QUIT-- WHAT'S THAT?!

A GUN-SHOT!?!

BLAM!



MY JOB'S DONE, SWEETS.

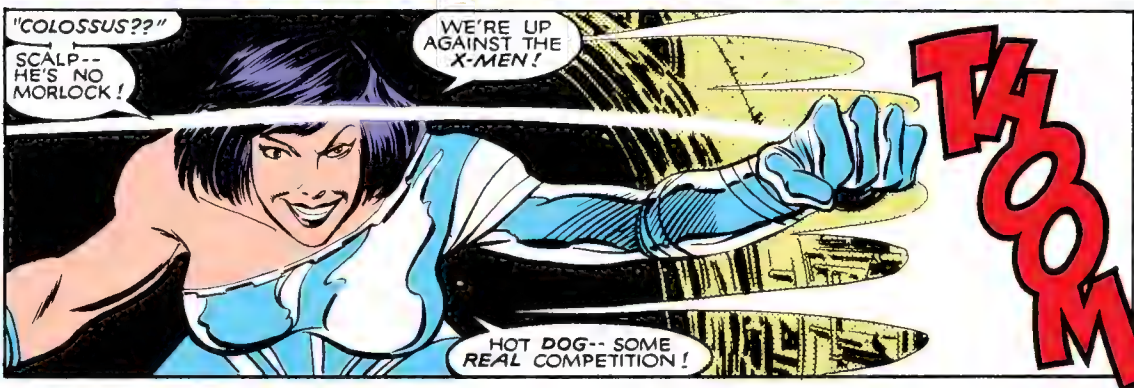
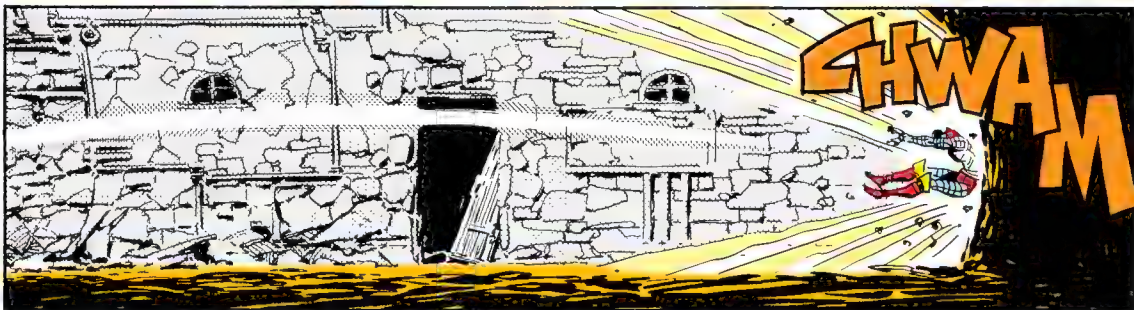
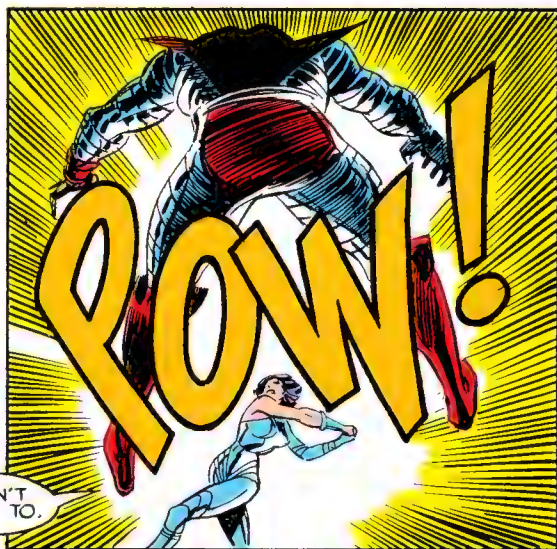
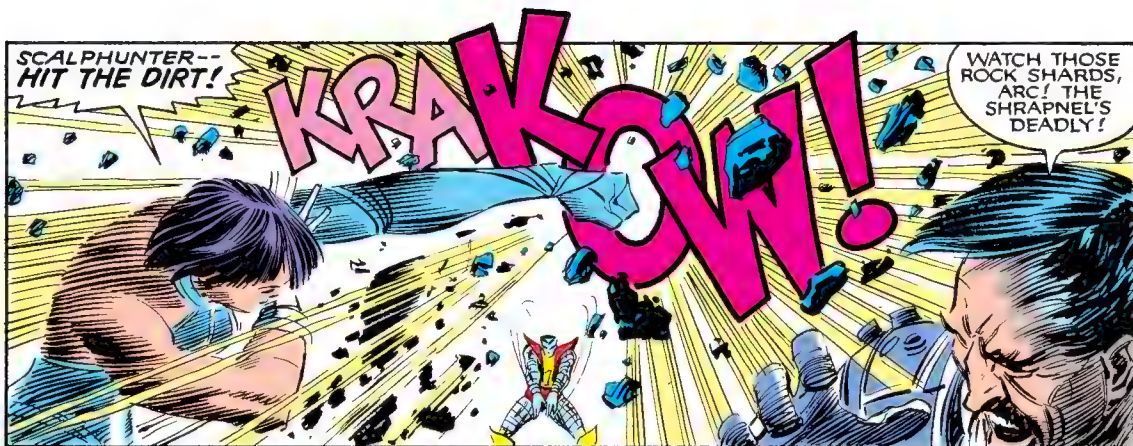
YOUR TURN.

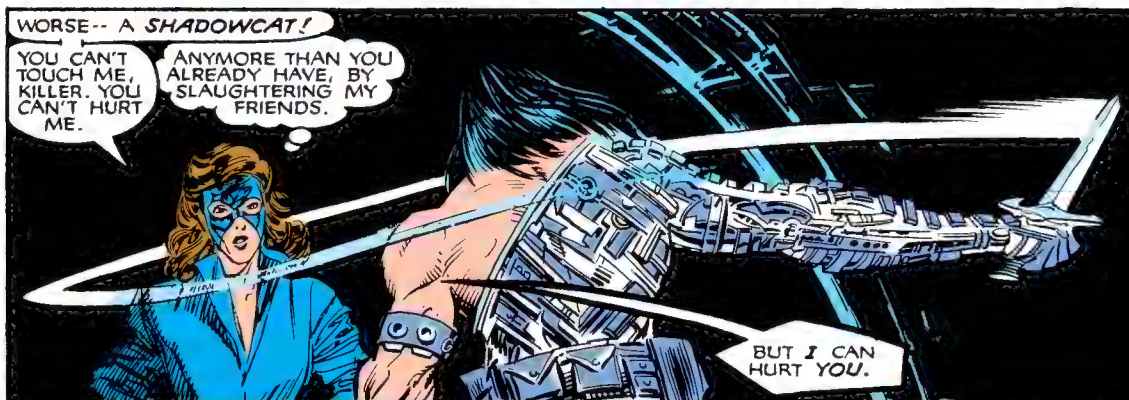
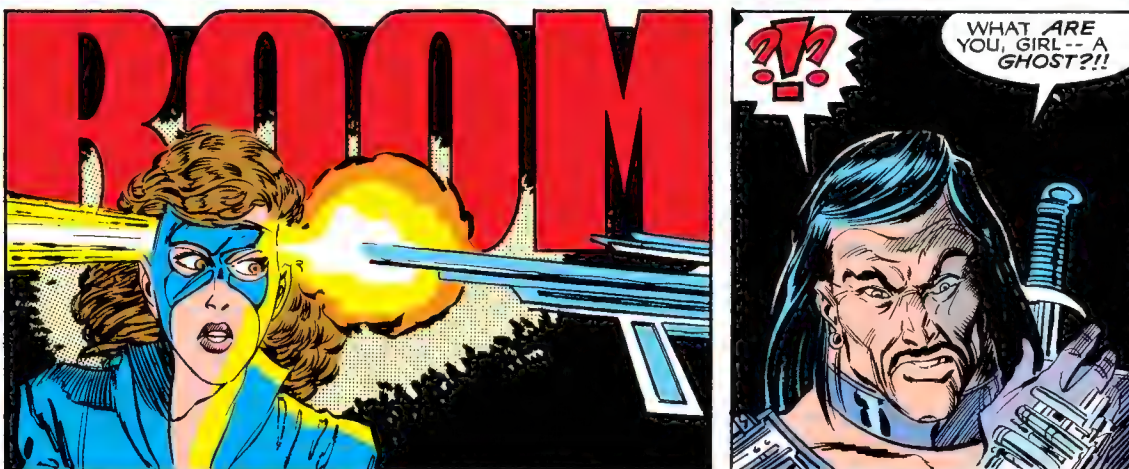
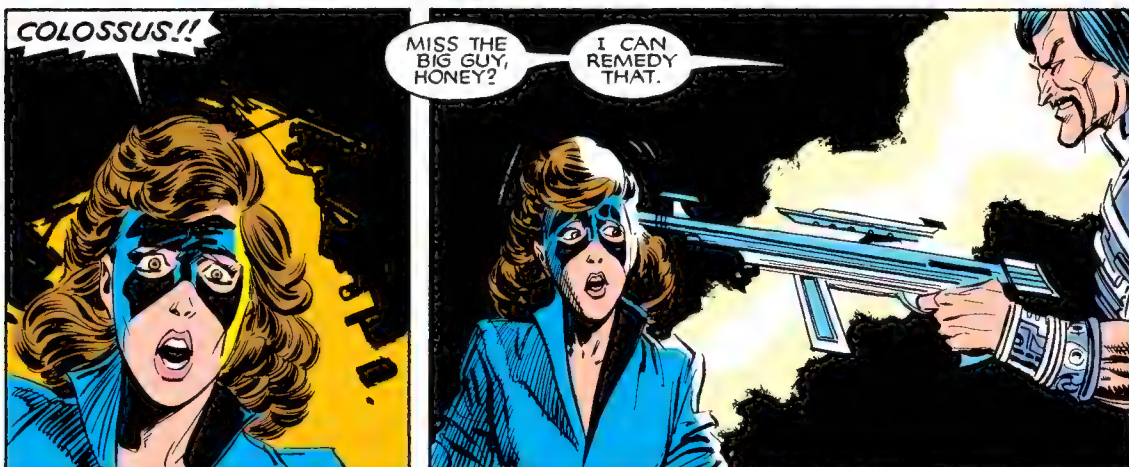
I THOUGHT THIS'D BE A ROUGHER ASSIGNMENT.



BE PATIENT, ARCLIGHT.

OUR DAY'S STILL YOUNG.





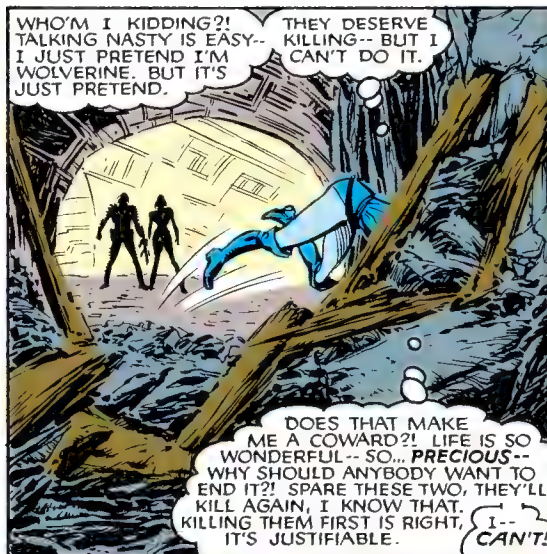


I CAN **PHASE** YOU INTO THE GROUND AND LET YOU GO--

--YOU'D BE **MAIMED** OR, IF YOU'RE LUCKY, **DEAD**--

--BUT MY TEAMMATE COMES FIRST.

THEN-- IT'LL BE **YOUR** TURN!



WHO'M I KIDDING?! TALKING NASTY IS EASY-- I JUST PRETEND I'M WOLVERINE. BUT IT'S JUST PRETEND.

THEY DESERVE KILLING-- BUT I CAN'T DO IT.

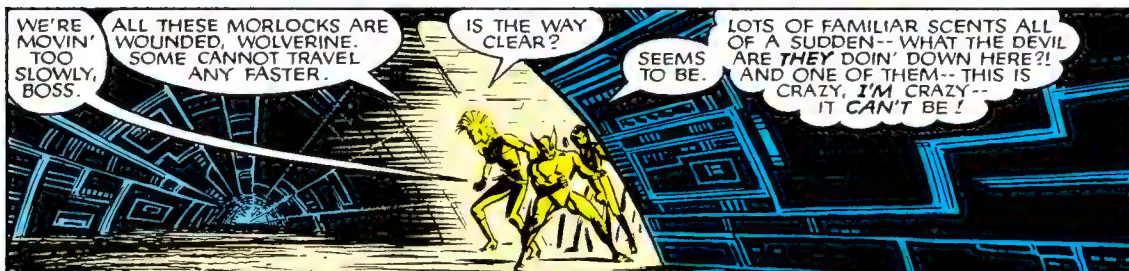
DOES THAT MAKE ME A COWARD?! LIFE IS SO WONDERFUL-- SO... **PRECIOUS**-- WHY SHOULD ANYBODY WANT TO END IT?! SPARE THESE TWO, THEY'LL KILL AGAIN, I KNOW THAT. KILLING THEM FIRST IS RIGHT, IT'S JUSTIFIABLE. I-- **CAN'T!**



ELSEWHERE...

...THE OTHER X-MEN...

...LEAD A PITIFULLY SMALL BAND OF MORLOCK SURVIVORS TOWARDS THE TUNNEL CONNECTING THEIR DOMAIN WITH THE X-MEN'S ESTATE, FORTY MILES AWAY.



WE'RE MOVIN' TOO SLOWLY, BOSS.

ALL THESE MORLOCKS ARE WOUNDED, WOLVERINE. SOME CANNOT TRAVEL ANY FASTER.

IS THE WAY CLEAR?

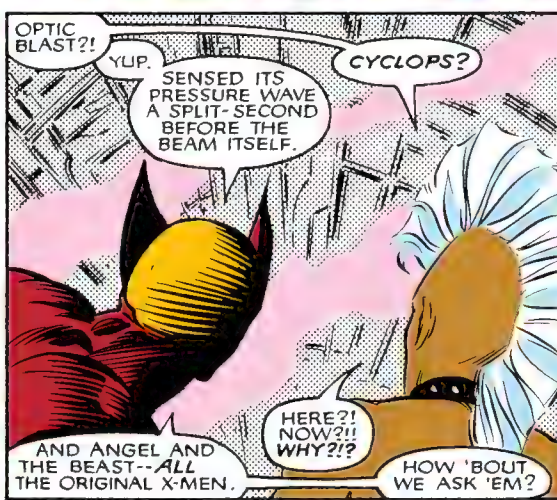
SEEMS TO BE.

LOTS OF FAMILIAR SCENTS ALL OF A SUDDEN-- WHAT THE DEVIL ARE **THEY** DOIN' DOWN HERE?! AND ONE OF THEM-- THIS IS CRAZY, I'M CRAZY-- IT **CAN'T** BE!



FLATTEN!

CRAMMP



OPTIC BLAST?!

YUP.

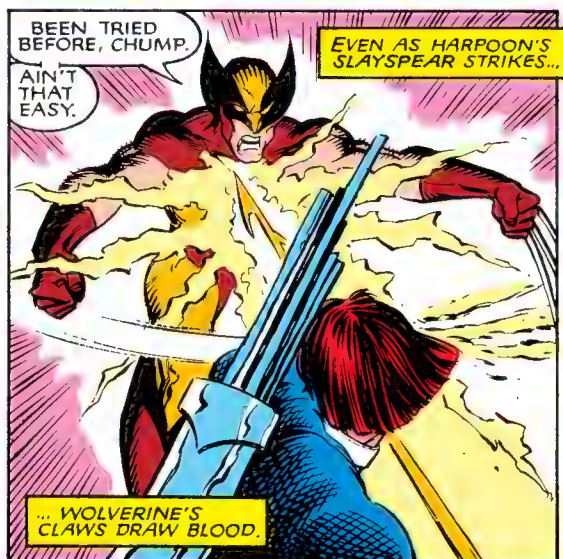
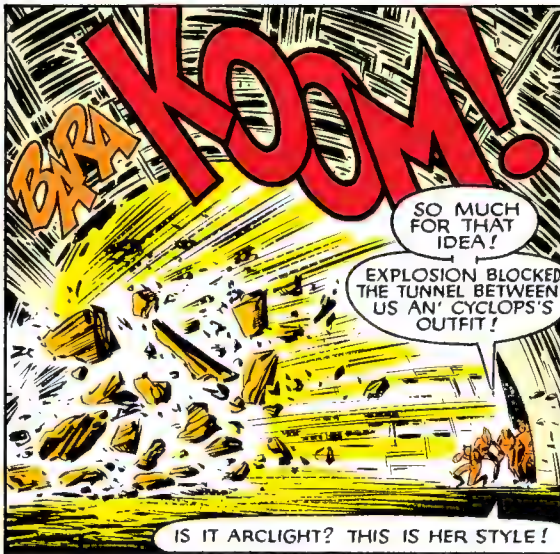
CYCLOPS?

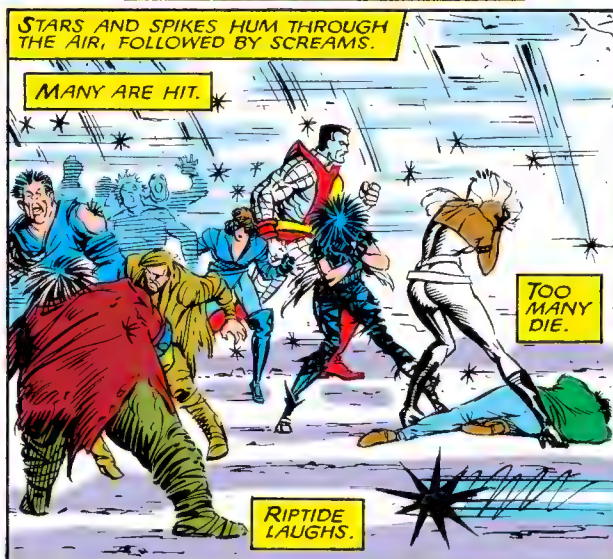
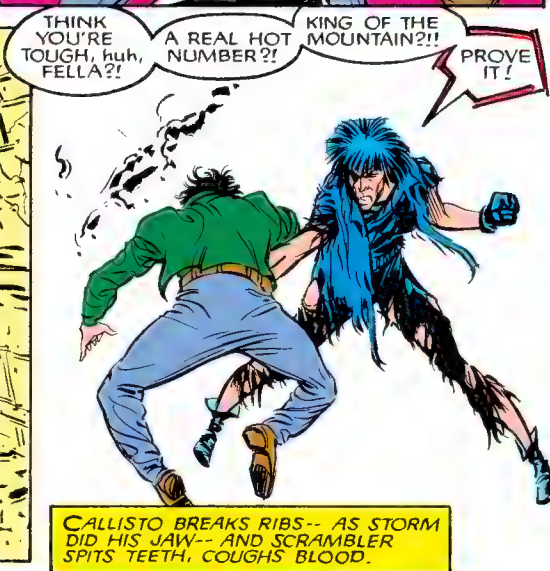
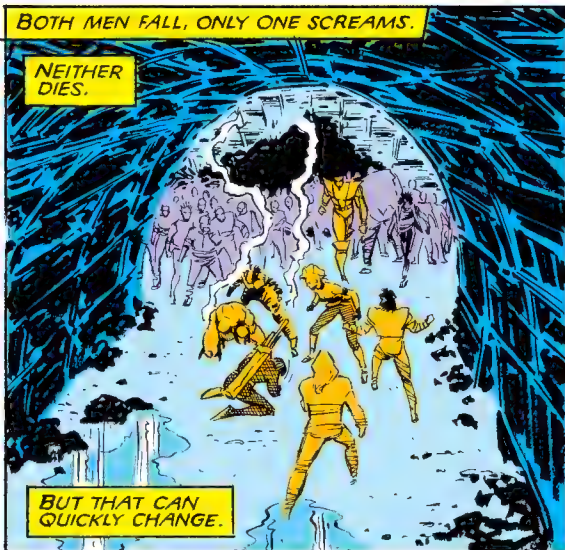
SENSED ITS PRESSURE WAVE A SPLIT-SECOND BEFORE THE BEAM ITSELF.

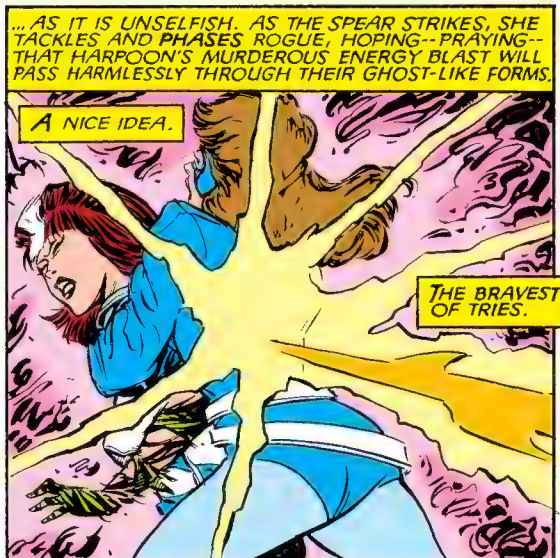
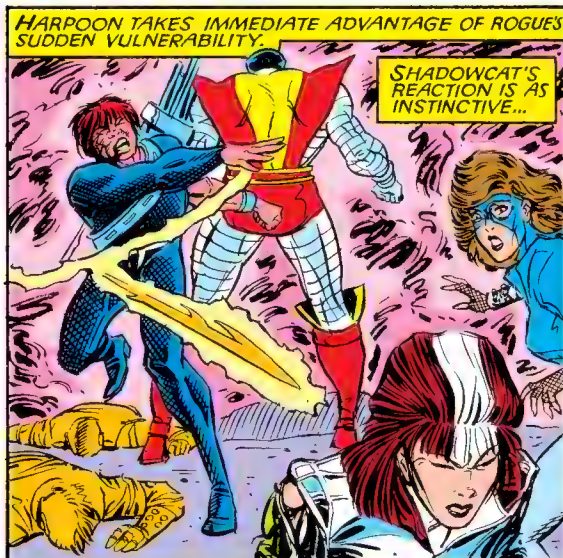
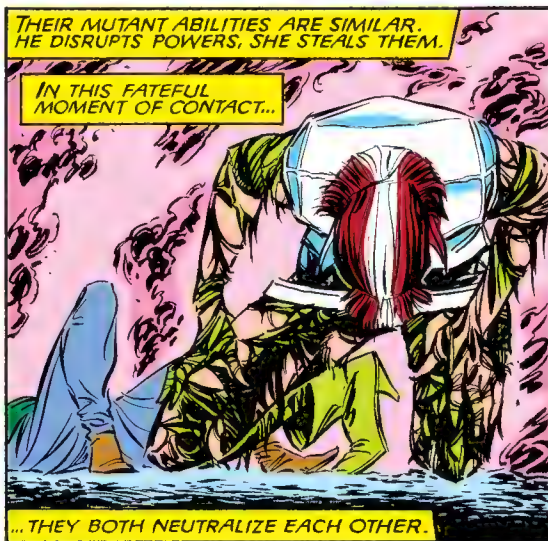
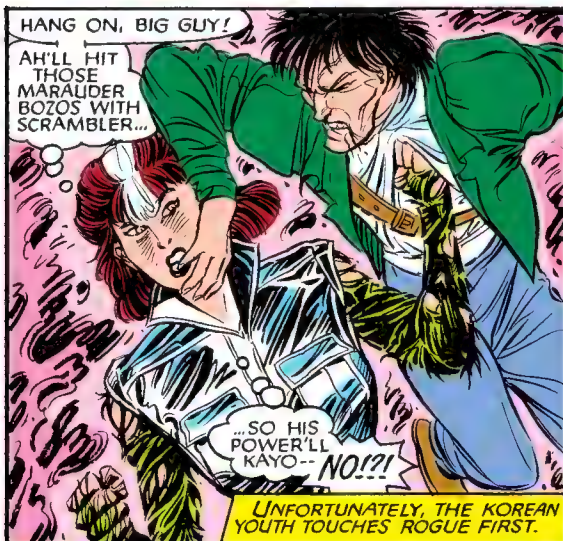
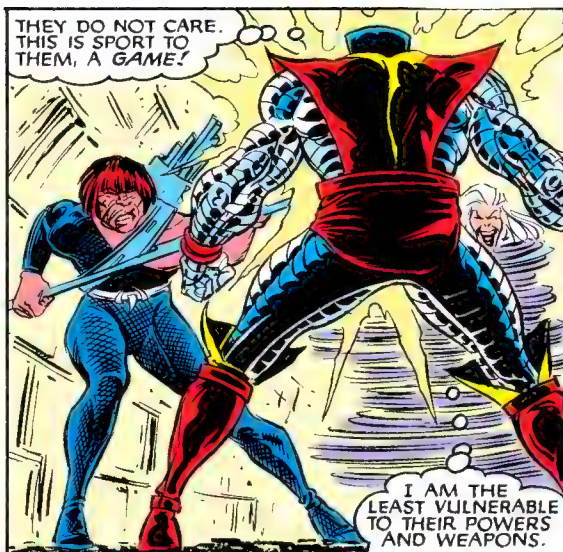
AND ANGEL AND THE BEAST-- ALL THE ORIGINAL X-MEN.

HERE?! NOW?! WHY?!!

HOW 'BOUT WE ASK 'EM?







HEARING KITTY'S SCREAMS, COLOSSUS LUNGES FOR HARPOON-- BUT RIPTIDE BLOCKS HIS WAY.

SINCE YOU CARE SO MUCH ABOUT THE BABY-BRAT, HOW ABOUT I SEND YOU TO PARADISE WITH HER?

HURRICANE WINDS, YOU SEE, CAN PUNCH A STRAW THROUGH SOLID OAK-- AN' I CAN SPIN WAY FASTER'N THAT.

I FIGURE, MY ROBUST RUSSIAN FRIEND...

...THAT MY SPEED AND MY BLADES CAN CUT EVEN YOU DOWN TO SIZE.

WE ARE NOT FRIENDS, RIPTIDE.

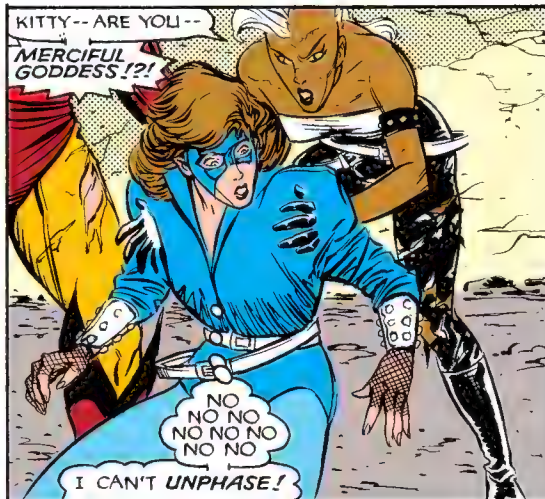
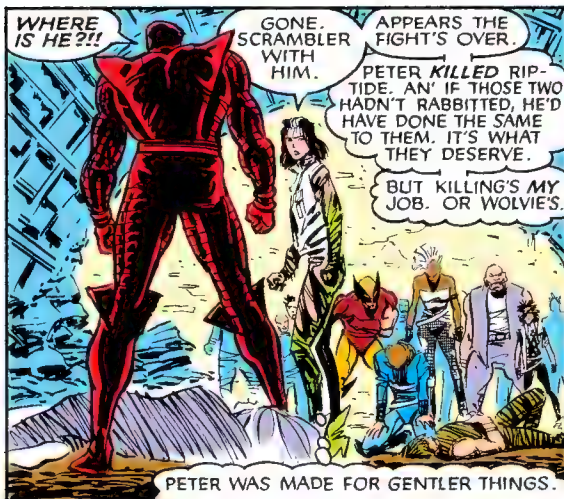
MORE SCREAMS-- FROM THOSE STRUCK BY THE SPIKES, AND STARS THAT MISSED COLOSSUS-- SOUNDS THAT, LIKE RIPTIDE'S LAUGHTER, WILL HAUNT PETER RASPUTIN'S MEMORIES.

AND YOU ARE WRONG!

HARPOON-- --MAKE PEACE WITH YOUR GODS, LITTLE MAN--

-- YOU ARE NEXT!

KRAK!



NEXT:
GRIEF

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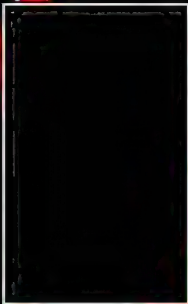
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THE UNCANNY

X-MEN[®]

**WOLVERINE
VS.
SABRETOOTH--
ROUND 1!**



STAN LEE
PRESENTS

THE LAST RUN

STARRING
THE UNCANNY
X-MEN

A MILE
BENEATH
MANHATTAN...

...ARE THE
TUNNELS
WHERE THE
MORLOCKS
LIVED...

...UNTIL THE
MARAUDERS
KILLED THEM.

WOLVERINE MOVES
SILENTLY THROUGH THE
CARNAGE, ALERT FOR
THE SLIGHTEST SOUND,
THE SMALLEST MOVE-
MENT, THE FAINTEST
SCENT OF LIFE.

VIOLENCE IS IN HIS
NATURE. MURDER IS
NOT. HE MEANS TO
FIND THOSE RESPON-
SIBLE AND PAY
THEM BACK-- IN
FULL MEASURE.

CHRIS CLAREMONT
WRITER

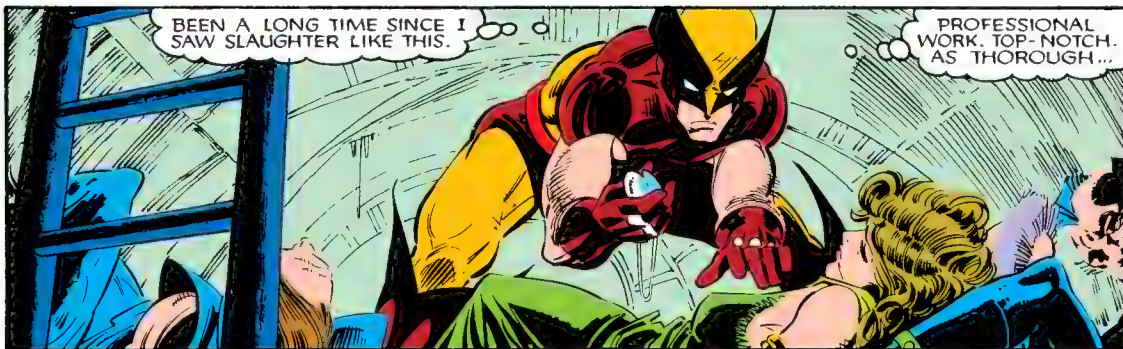
RICK LEONARDI
GUEST ARTIST

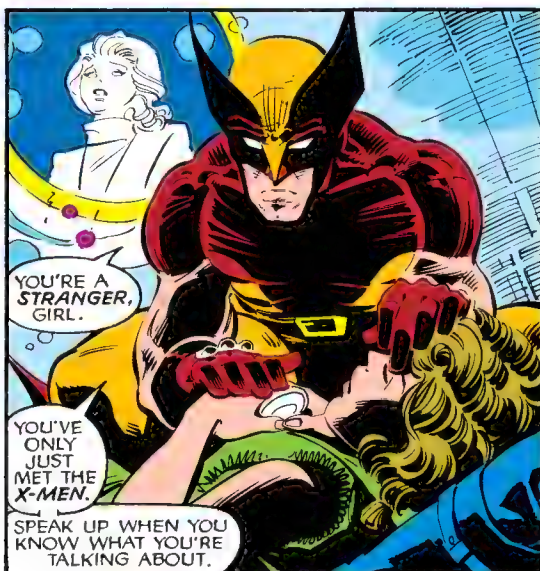
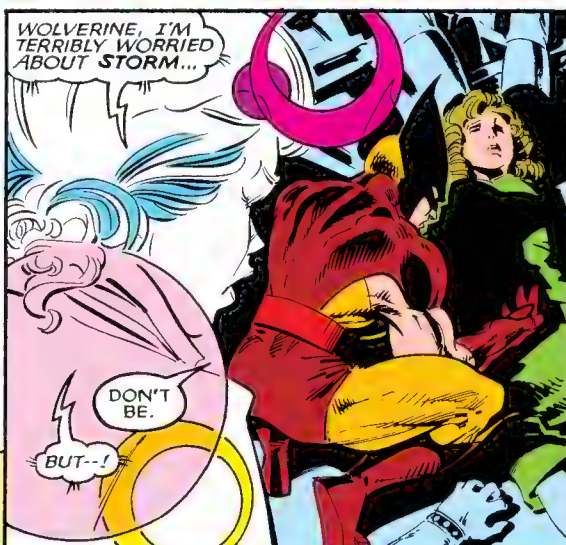
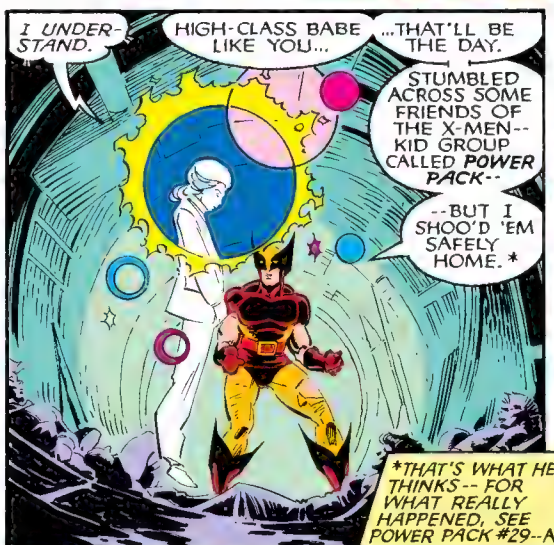
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GLYNIS OLIVER, COLORIST
TOM ORZECOWSKI, LETTERER

ANN NOCENTI
EDITOR

JIM SHOOTER
EDITOR IN CHIEF





ROUGHLY 40 MILES NORTHWARD, IN THE HEADMASTER'S STUDY OF PROFESSOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS...

OF ALL THE CONCEITED, ARROGANT, BLOODY FOOLS--!

PROBLEM IS, DO I MEAN WOLVERINE...
...OR MYSELF?!

I'M EXHAUSTED...

...AND MY POOR SKULL IS POUNDING FIT TO BURST!

THERE'S A PSIONIC BARRIER FIELD SURROUNDING THE MORLOCK TUNNELS. IF I HADN'T USED CEREBRO HERE TO AMPLIFY MY POWER...

...I DOUBT I COULD HAVE MADE CONTACT.
AS IT IS, I DAREN'T TRY TOO OFTEN.

I MIGHT BURN OUT THE COMPUTER SYSTEM, OR MY OWN BRAIN.

ALL THOSE POOR PEOPLE--MURDERED.

CAN THOSE FEW IN THE SCHOOL INFIRMARY...

...BE THE ONLY SURVIVORS?

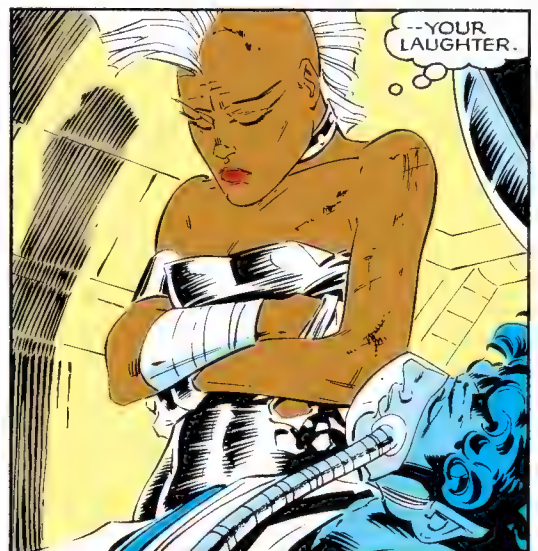
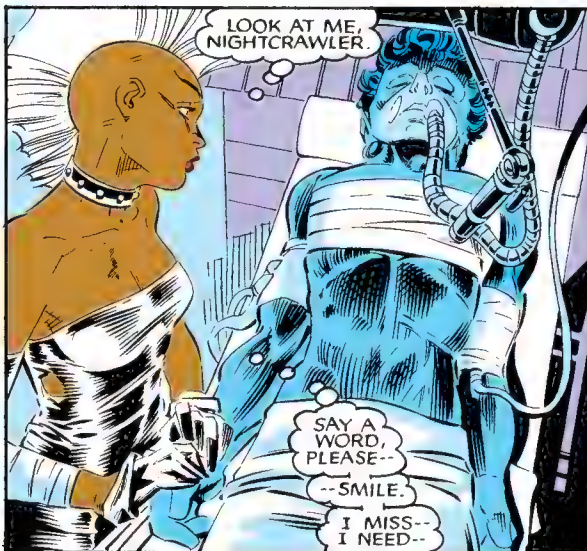
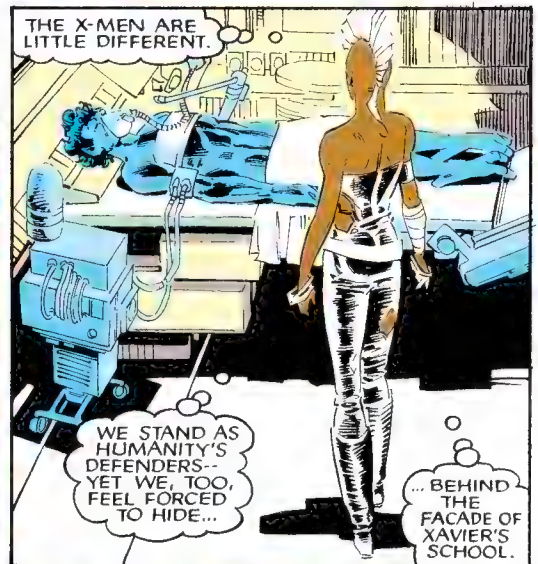
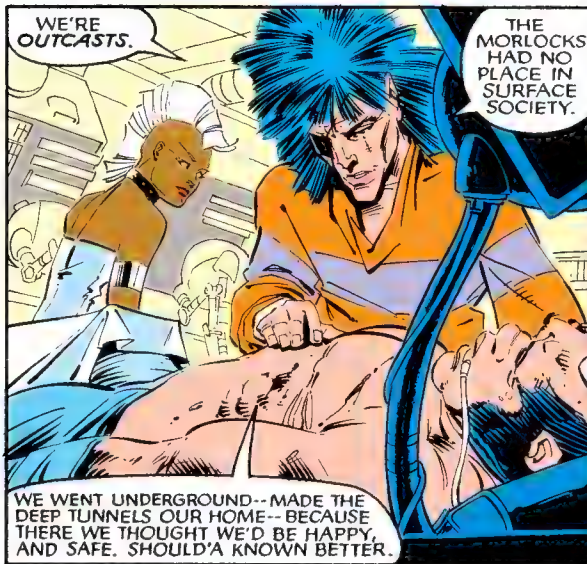
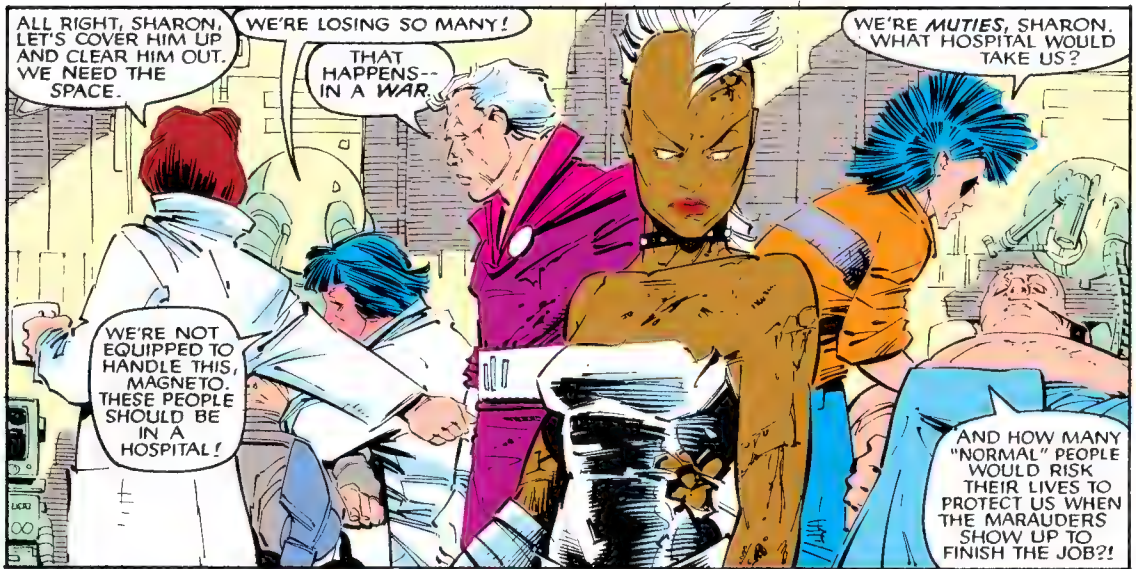
THIRTY METERS BELOW BETSY, THE WOUNDED ARE BEING CARED FOR BY MAGNETO, THE SCHOOL'S HEADMASTER...

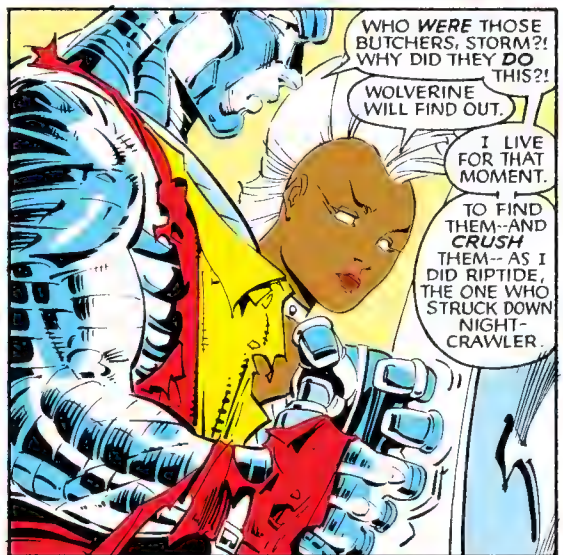
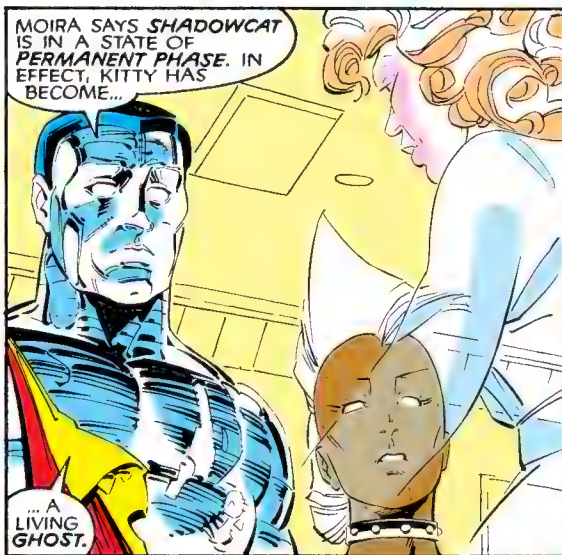
...THE MEDICAL STAFF, Dr. MOIRA MacTAGGART AND HER NURSE, SHARON...

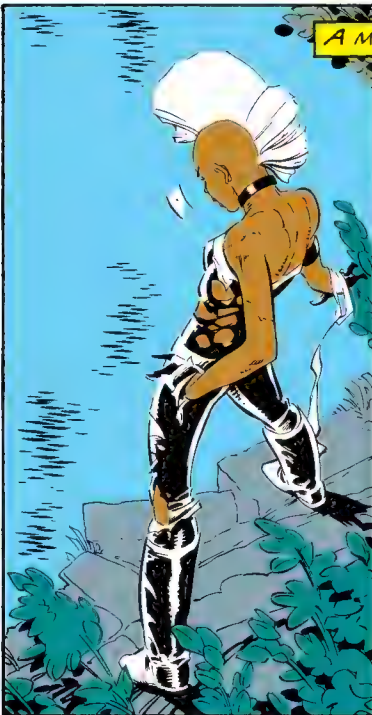
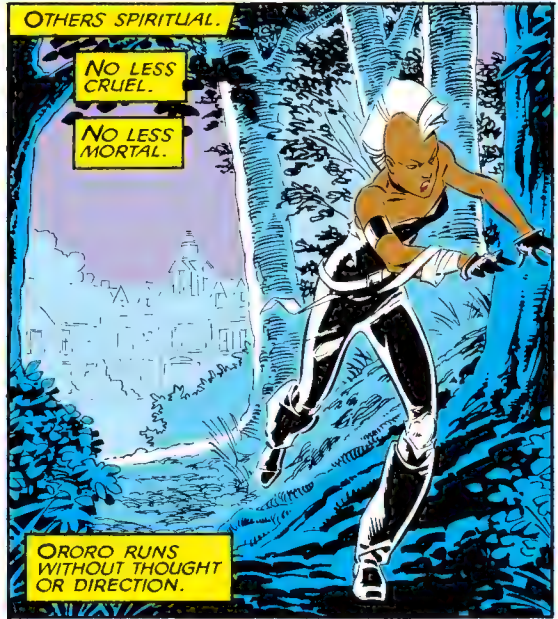
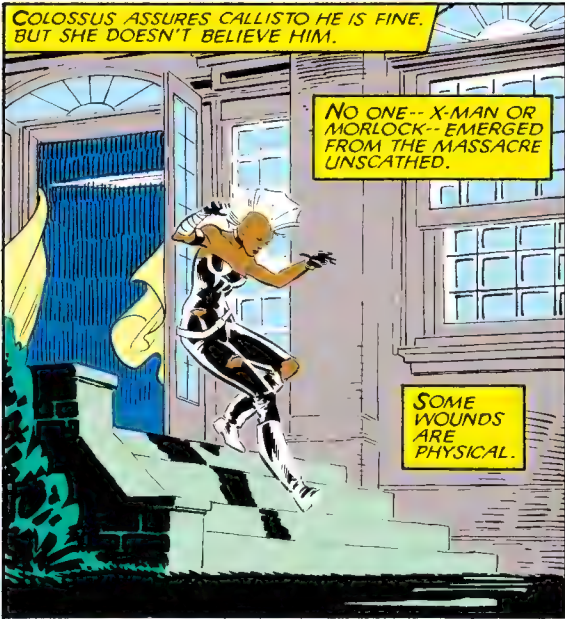
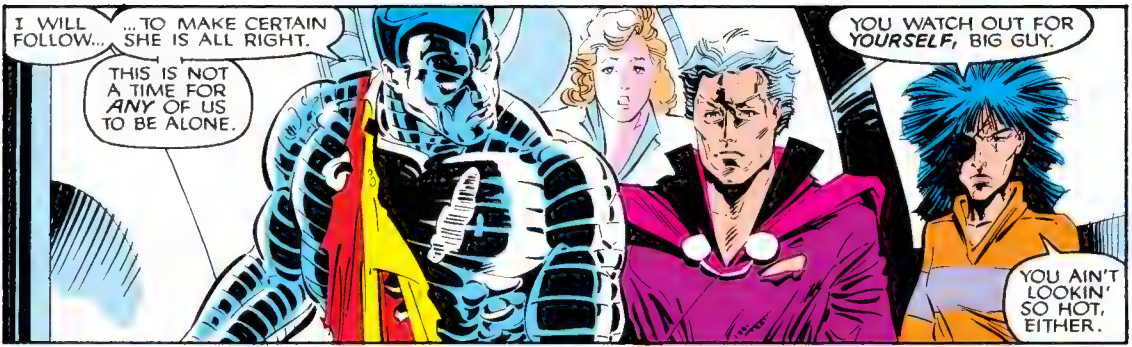
...CALLISTO, WHO LED THE MORLOCKS UNTIL SHE WAS SUPPLANTED BY...

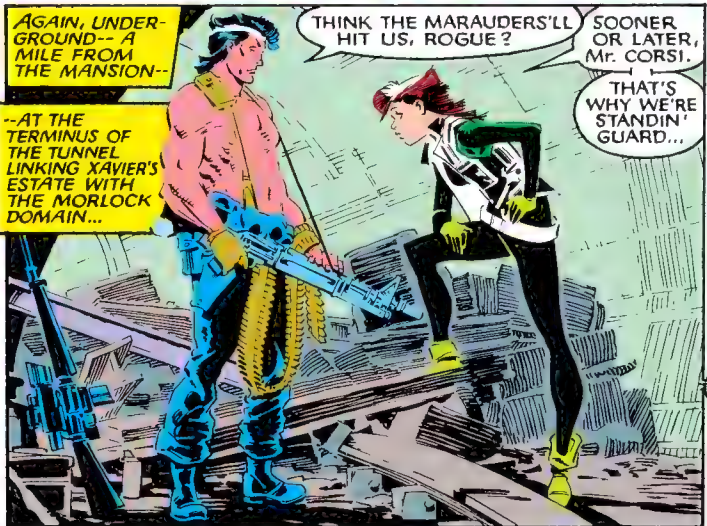
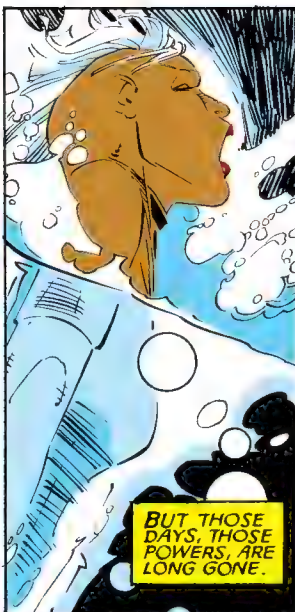
...STORM, WHO'S ALSO THE X-MEN'S CURRENT LEADER.

I'M SORRY, Dr. MacTAGGART. HE'S GONE.







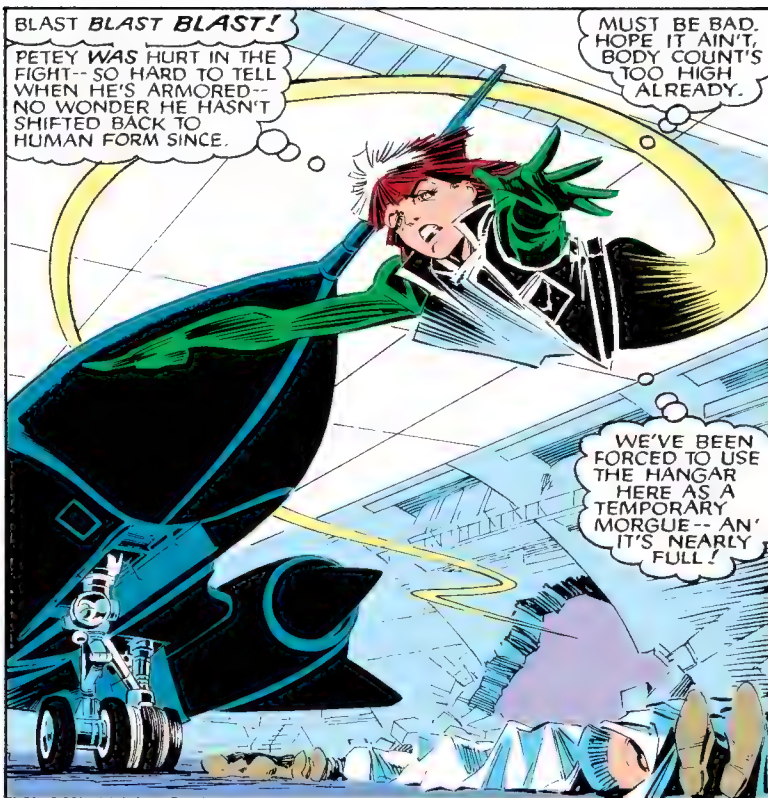




MIND THE STORE, THOMAS!

ANYONE BUT WOLVIE SHOWS...

...TREAT 'EM AS HOSTILE!



BLAST **BLAST BLAST!**

PETEY WAS HURT IN THE FIGHT-- SO HARD TO TELL WHEN HE'S ARMORED-- NO WONDER HE HASN'T SHIFTED BACK TO HUMAN FORM SINCE.

MUST BE BAD. HOPE IT AIN'T. BODY COUNT'S TOO HIGH ALREADY.

WE'VE BEEN FORCED TO USE THE HANGAR HERE AS A TEMPORARY MORGUE-- AN' IT'S NEARLY FULL!



SECONDS LATER...

SO MUCH FOR HOPE.

YOU CONSCIOUS, BETTS? HE STILL ALIVE?!

YES...

...TO BOTH...

...THANK HEAVEN.



BOY'S LIKE A STATUE.

HOW 'BOUT AH ABSORB HIS POWER...

... REVERT HIM TO HUMAN--?!

NO! THAT WILL KILL HIM FOR CERTAIN!



ROGUE-- I SENSED STORM... BY THE LAKE...

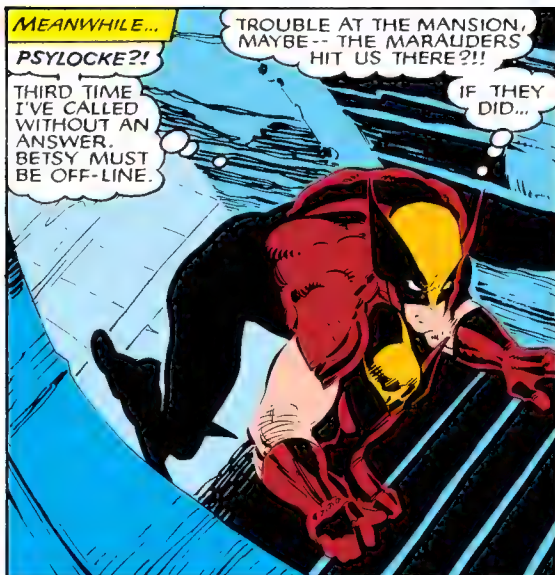
Y'ALL DO WHAT YOU CAN FOR PETEY. AH'LL CORRAL THE BOSS.

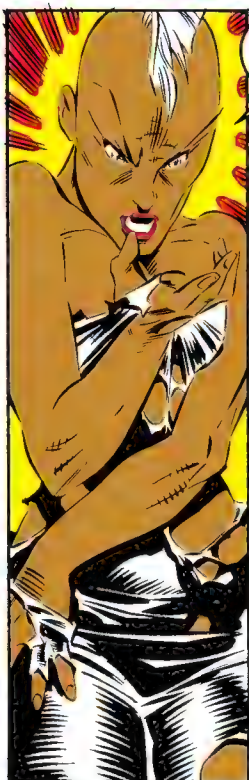
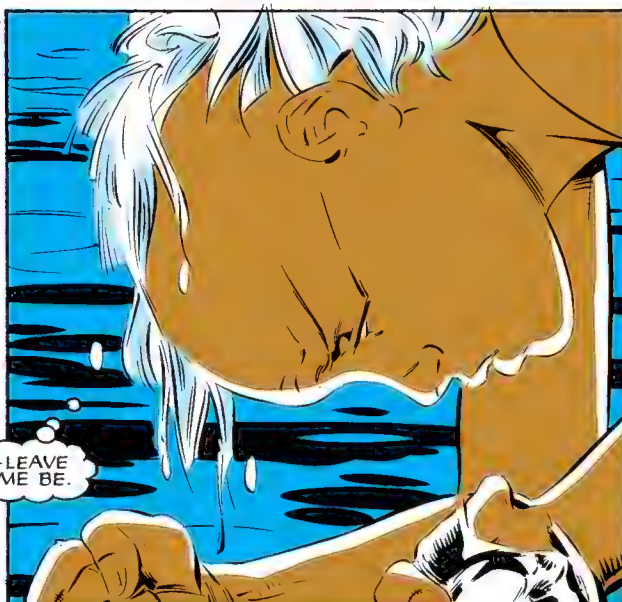
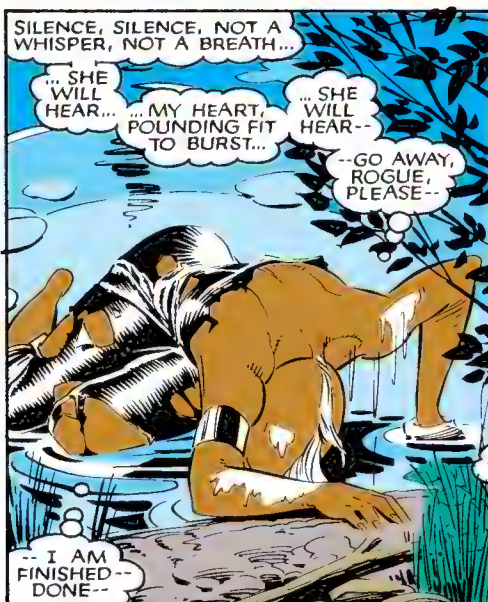
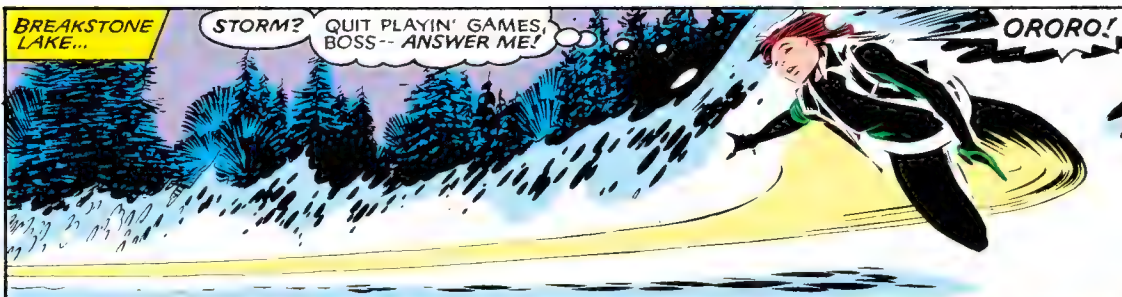
HURT?

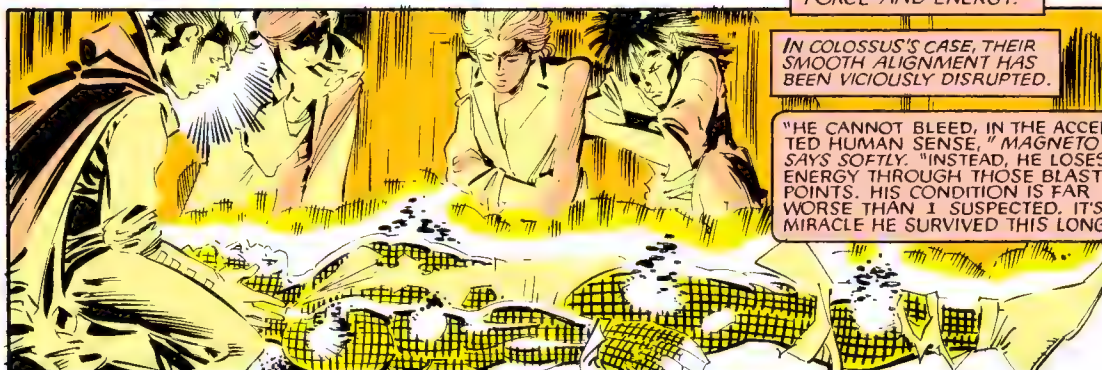
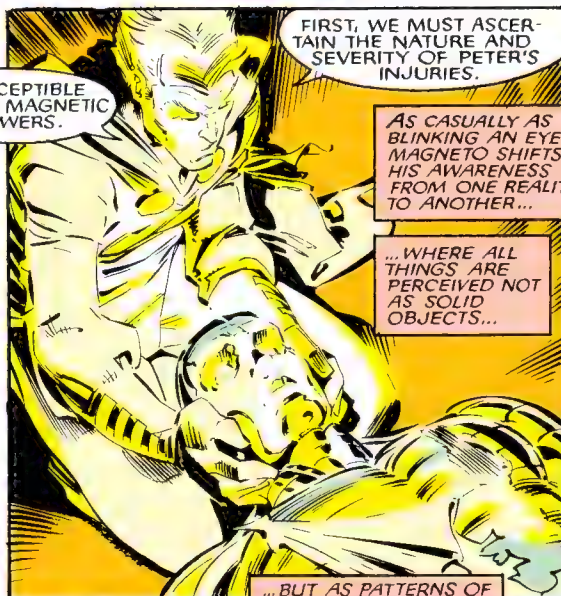
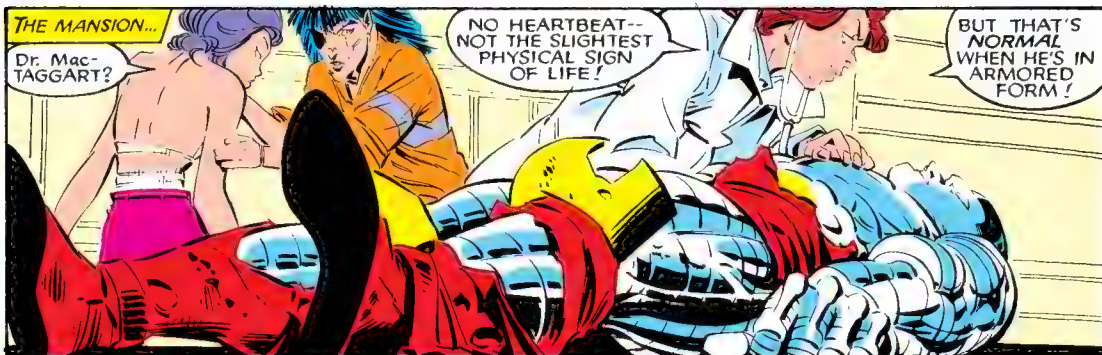
YES!

PROBABLY YOUR RIBS. COUPLE OR THREE. RIGHT SIDE. NOTHING CRUCIAL.

HOW VERY... REASSURING.









CAN YOU HELP?

PERHAPS.

BUT IF ANY OF YOU KNOW ANY PRAYERS...?

HE DRAWS STRENGTH FROM THE EARTH'S MAGNETIC FIELD-- UNTIL HE IS FILLED TO OVERFLOWING, SIMULTANEOUSLY REFINING HIS PERCEPTIONS UNTIL HE CAN MAKE OUT THE SHAPE AND STRUCTURE OF EVERY MOLECULE-- EACH INDIVIDUAL ATOM-- IN COLOSSUS'S BODY.



WHEN HE IS READY, HE RELEASES THE ENERGY PENT-

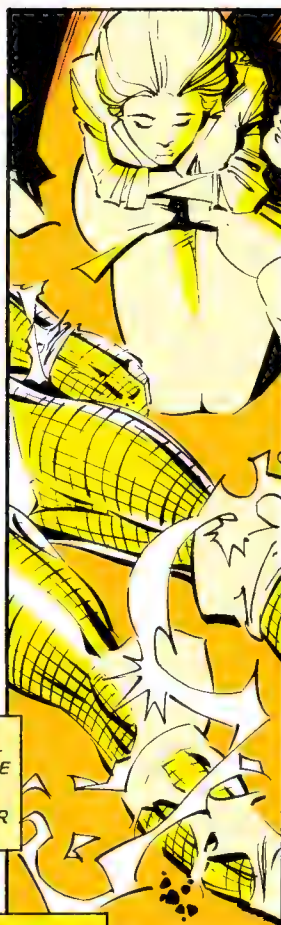
UP WITHIN HIM, LETTING IT FLOW LIKE A GENTLE WAVE THROUGH THE YOUNG RUSSIAN, PAUSING AT EACH LOCUS OF DISRUPTION TO RESTORE THE BROKEN PATTERN, REALIGN THE BIONIC MATRICES-- HIS POWER AS INEXORABLE AS THE OCEAN-- UNTIL ALL THE DAMAGE IS SWEEP AWAY.

HOW LONG THIS TAKES, HE DOES NOT KNOW.

THE STRAIN IS AWEUL -- BUT HE ENDURES.

HE HAS TAKEN LIFE SO OFTEN-- BROUGHT HARM SO EASILY IT BECAME ALMOST SECOND NATURE.

NOW, HE HAS A CHANCE TO HEAL.



HE WILL DIE HIMSELF BEFORE HE FAILS.

EASY, MAGNETO. REST EASY.

YOU'VE DONE ALL YOU COULD.

BUT... WAS IT... ENOUGH...?



SEE FOR YOURSELF.

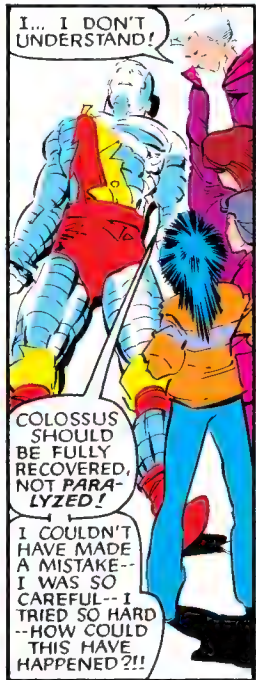


BUT THEN...

DOCTOR...

...HELP ME--

--WHY CAN'T I MOVE?!!



I... I DON'T UNDERSTAND!

COLOSSUS SHOULD BE FULLY RECOVERED. NOT PARALYZED!

I COULDN'T HAVE MADE A MISTAKE-- I WAS SO CAREFUL-- I TRIED SO HARD --HOW COULD THIS HAVE HAPPENED?!!

THE MORLOCK TUNNELS...

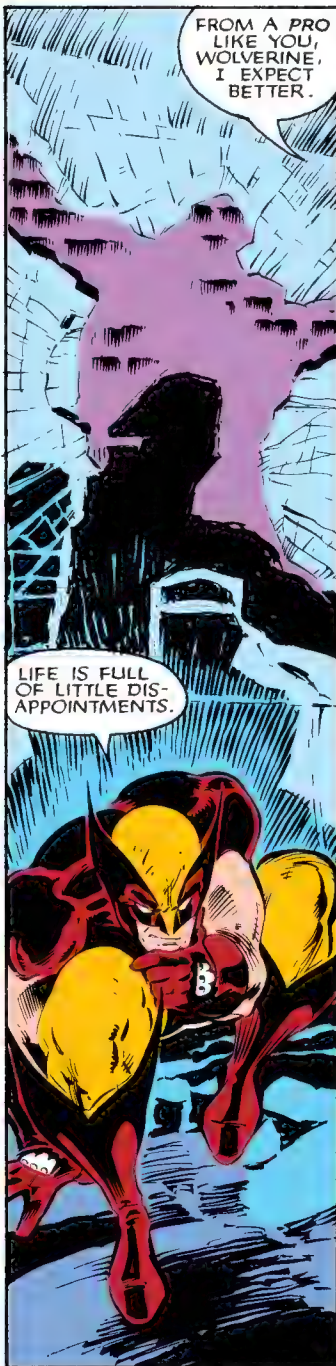


YOU OUGHT'A BE ASHAMED, BUB!

I KNOW THAT VOICE.

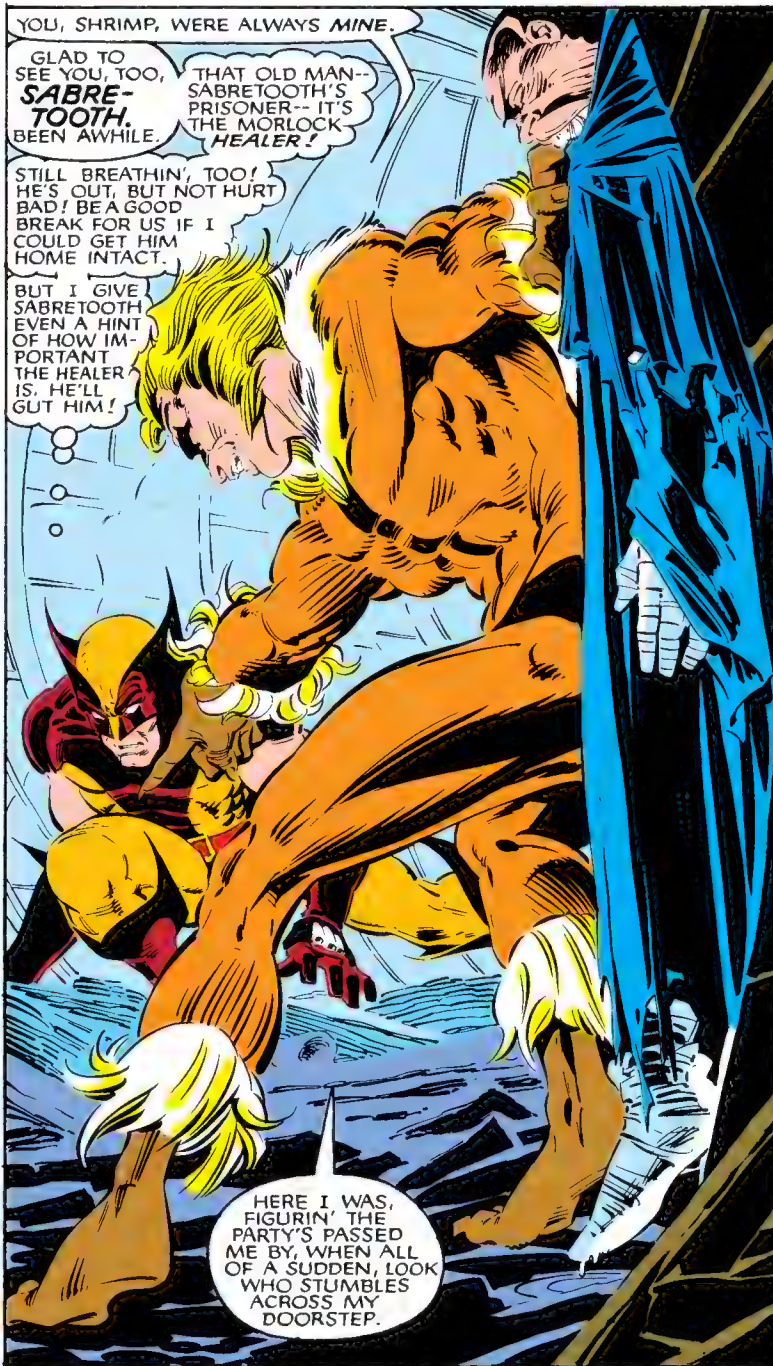
FIGURED HE'D BE HERE. MASSACRES ARE HIS STOCK IN TRADE.

I'VE HAD MORE TROUBLE TAKIN' OUT RANK AMATEURS!



FROM A PRO LIKE YOU, WOLVERINE, I EXPECT BETTER.

LIFE IS FULL OF LITTLE DIS-APPOINTMENTS.



YOU, SHRIMP, WERE ALWAYS MINE.

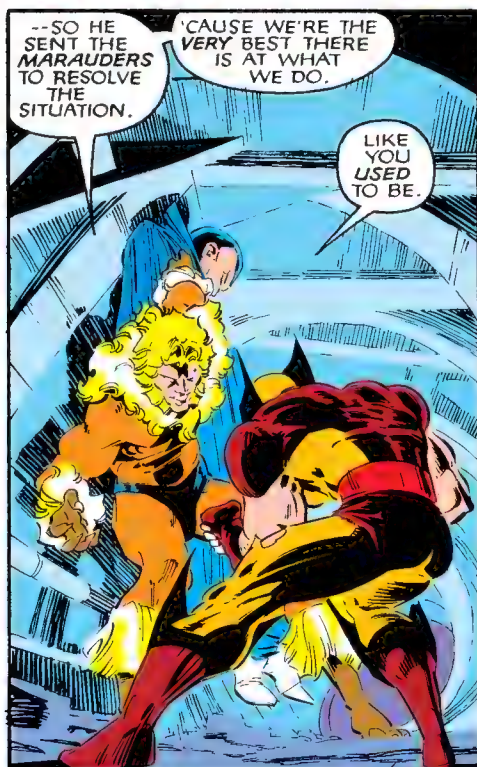
GLAD TO SEE YOU, TOO, **SABRE-TOOTH.** BEEN AWHILE.

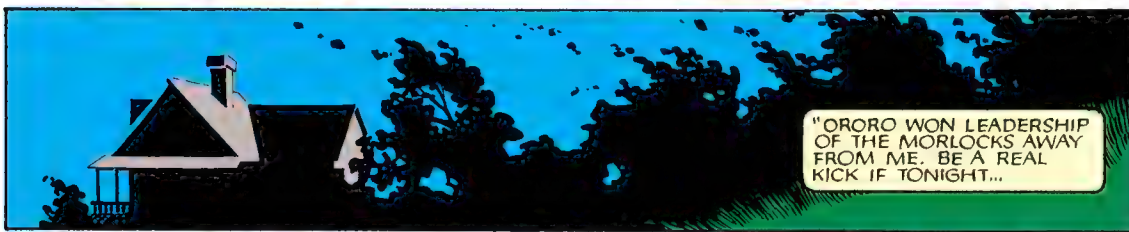
THAT OLD MAN-- SABRETOOTH'S PRISONER-- IT'S THE MORLOCK HEALER!

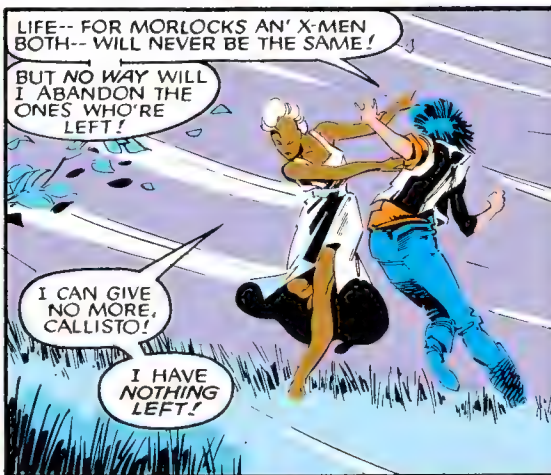
STILL BREATHIN', TOO! HE'S OUT, BUT NOT HURT BAD! BEA GOOD BREAK FOR US IF I COULD GET HIM HOME INTACT.

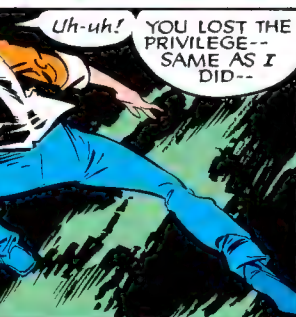
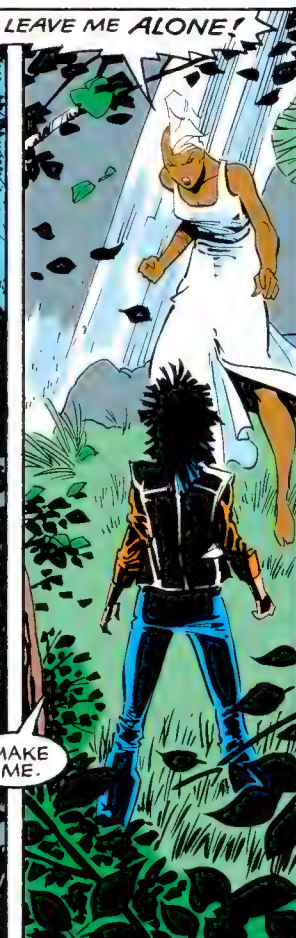
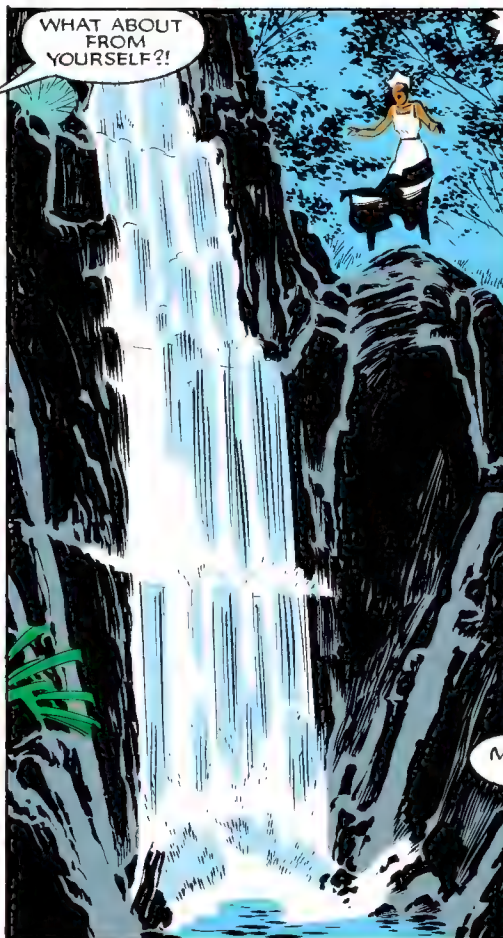
BUT I GIVE SABRETOOTH EVEN A HINT OF HOW IM-PORTANT THE HEALER IS. HE'LL GUT HIM!

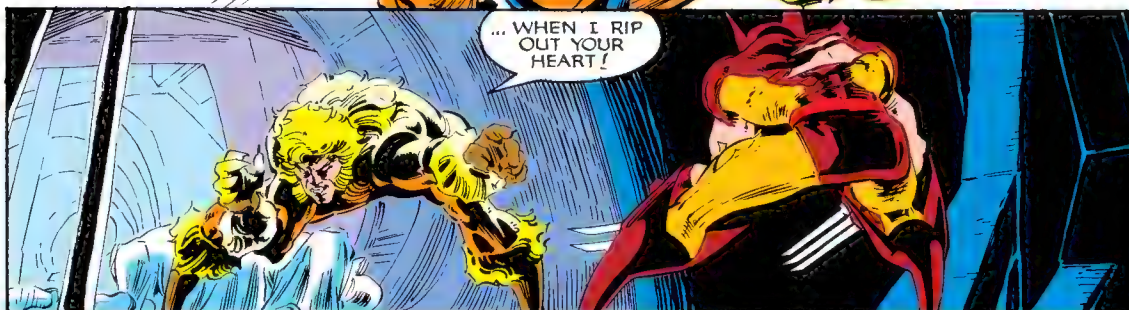
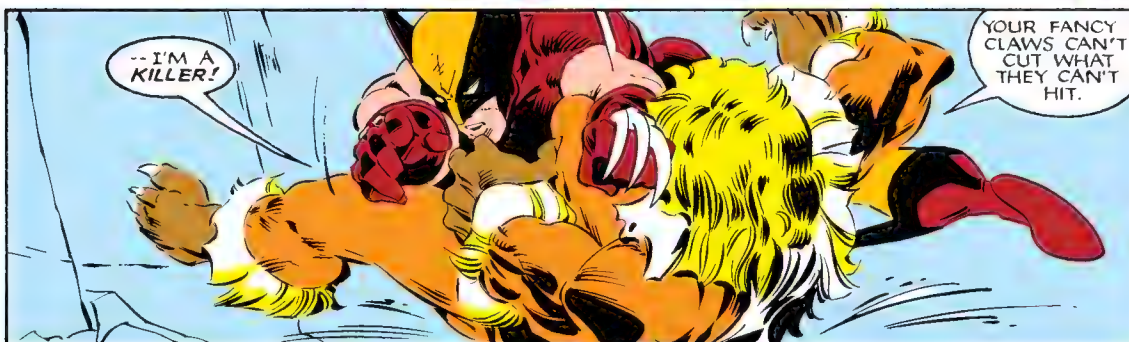
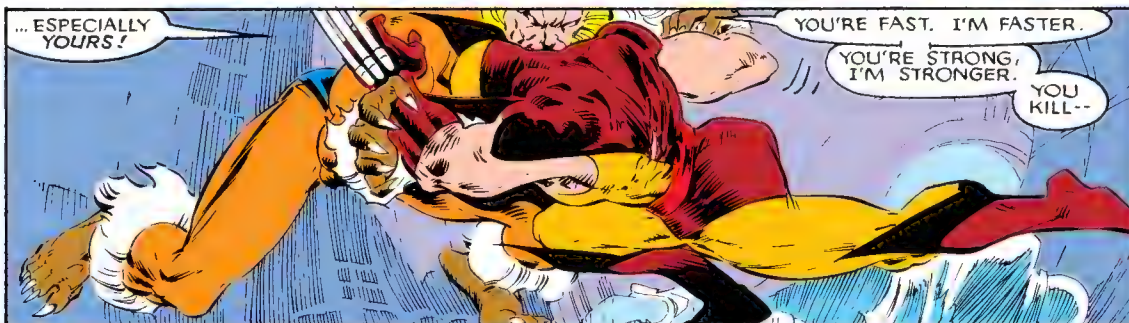
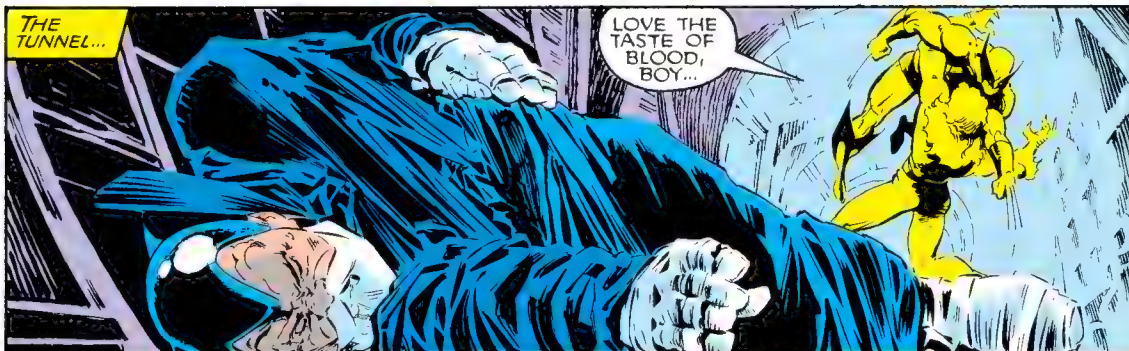
HERE I WAS, FIGURIN' THE PARTY'S PASSED ME BY, WHEN ALL OF A SUDDEN, LOOK WHO STUMBLES ACROSS MY DOORSTEP.

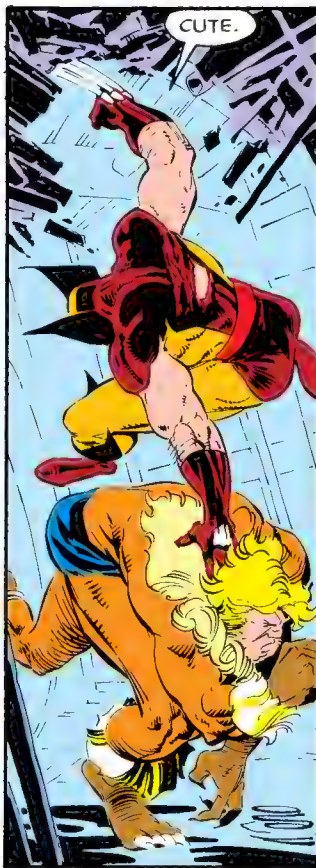




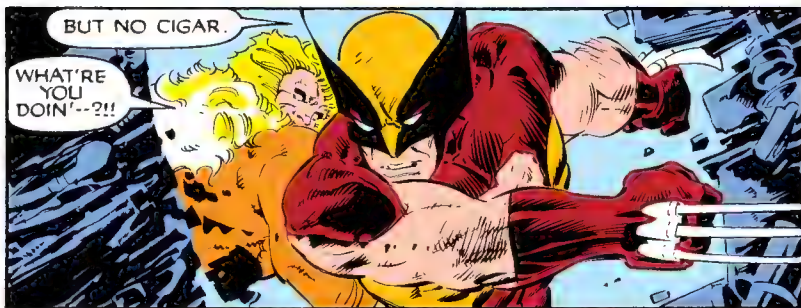








CUTE.



BUT NO CIGAR.

WHAT'RE YOU DOIN'--?!!



BRINGIN' DOWN THE HOUSE.



TUNNEL WAS WEAK. FIGURED IT WOULDN'T TAKE MUCH TO COLLAPSE IT.



WE AIN'T FINISHED, BOY, YOU AN' ME!

NOT BY A LONG SHOT!



MAYBE NOT. BUT THIS FIGHT IS.



BY THE TIME YOU DIG THROUGH, OR FIND A WAY AROUND, WE'LL BE LONG GONE AN' SAFE.

YOU WERE RIGHT, SABRETOOTH. YOU'RE THE KILLER.

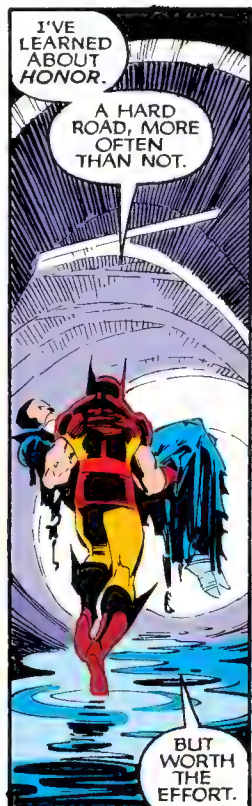
I'M A MAN-- WHO SOMETIMES KILLS.



WE'RE TOO EVENLY MATCHED. WE COULD'VE FOUGHT TILL DOOMSDAY, WITH NEITHER OF US WINNING.

IN YOUNGER DAYS, I'D HAVE GIVEN THAT A SHOT, FOR THE FUN. JUST LIKE SABRETOOTH. ROAD WAS EASIER THEN.

BUT THAT'S PAST. I'VE CHANGED.



I'VE LEARNED ABOUT HONOR.

A HARD ROAD, MORE OFTEN THAN NOT.

BUT WORTH THE EFFORT.





LATER...

WOLVIE!

WELCOME HOME, SWEETS!

BROUGHT A PRESENT, DARLIN'.

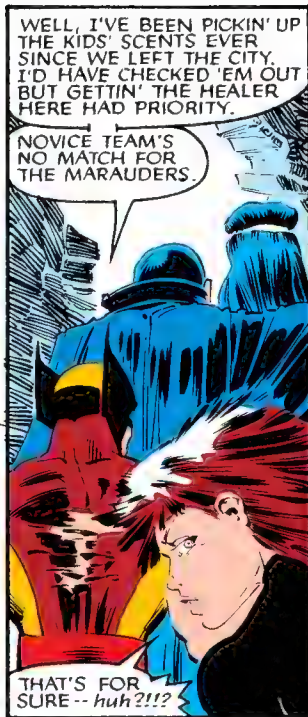
HEALER'S WEAK, BUT RARIN' TO HELP.



MOIRA COULD SURE USE IT.

YO, ROGUE-- I THOUGHT THE MORLOCK TUNNELS WERE POSTED OFF-LIMITS TO THE NEW MUTANTS.

THEY ARE.



WELL, I'VE BEEN PICKIN' UP THE KIDS' SCENTS EVER SINCE WE LEFT THE CITY. I'D HAVE CHECKED 'EM OUT BUT GETTIN' THE HEALER HERE HAD PRIORITY.

NOVICE TEAM'S NO MATCH FOR THE MARAUDERS.

THAT'S FOR SURE -- huh?!?



EVERYBODY UNDER COVER!!



SHAKOW!

WHAT THE--?!



ENERGY WAVE -- FELT THE ATMOSPHERIC OVERPRESSURE A SPLIT-SECOND BEFORE IT HIT. LUCKY AH'M AS FAST AS AH AM GORGEOUS.

CAREFUL, WOLVIE! THAT'S RED-HOT!



TUNNEL'S SCOURED CLEAN.

FOR AS FAR AS THE EYE CAN SEE-- WOLVIE, THE KIDS!

WE'RE FORTY MILES FROM MANHATTAN. THIS HEAT PULSE REACHED US, SO IT STANDS TO REASON IT FILLED THE ENTIRE MORLOCK TUNNEL AS WELL. IF THE NEW MUTANTS WERE ANYWHERE INSIDE WHEN IT HIT...

...THEY'RE DEAD.

LEARN THE FATE OF THE NEW MUTANTS IN NEW MUTANTS #48, WHILE HERE, NEXT:

PSYLOCKE

MARVEL
25TH
ANNIVERSARY



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APPROVED
BY THE
COMICS
CODE
AUTHORITY

THE UNCANNY

X-MEN



Art by NEARY

STAN LEE
PRESENTS

PSYLOCKE

STARRING THE
UNCANNY X-MEN

I AM A
STRANGER
HERE.

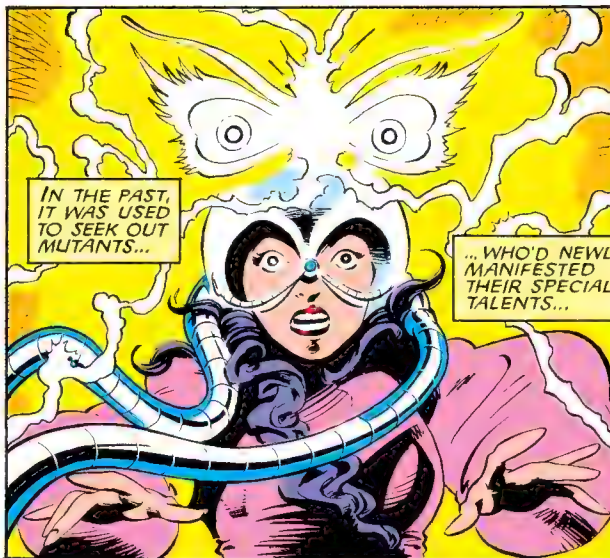
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ANN NOCENTI, EDITOR
JIM SHOOTER, EDITOR IN CHIEF

LIKE ALL ADMITTED TO PROFESSOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS, I AM A MUTANT (THOUGH, I FEAR, NO LONGER A "YOUNGSTER.")

I AM A TELEPATH...

... BORN WITH THE POWER TO PROJECT THOUGHTS, AND PERCEIVE THOSE OF OTHERS.

THIS DEVICE, CEREBRO, AMPLIFIES THAT ABILITY TO A FANTASTIC DEGREE.



IN THE PAST, IT WAS USED TO SEEK OUT MUTANTS...

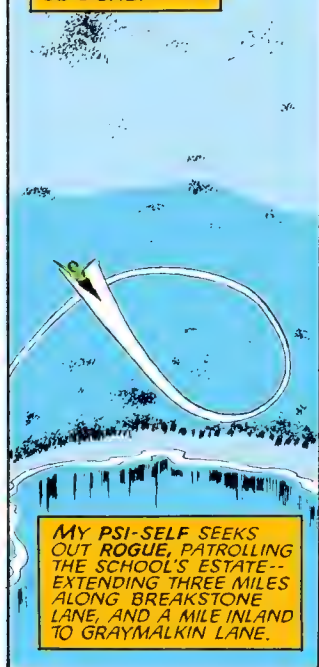
... WHO'D NEWLY MANIFESTED THEIR SPECIAL TALENTS...



... SO THEY COULD BE INVITED TO JOIN THE SCHOOL, AND HERE BE TAUGHT TO SAFELY USE THEIR POWERS.

A NOBLE PURPOSE.

THAT MAY WELL BE DONE.



MY PSI-SELF SEEKS OUT ROGUE, PATROLLING THE SCHOOL'S ESTATE-- EXTENDING THREE MILES ALONG BREAKSTONE LANE, AND A MILE INLAND TO GRAYMALKIN LANE.

EVEN AMPLIFIED BY CEREBRO, I CANNOT READ HER THOUGHTS.



SHE IS A WILD, ECLECTIC MIX OF HUMAN AND ALIEN. HER NATURAL PSYCHE JUMBLED TOGETHER WITH THE ONE ACCIDENTALLY STOLEN FROM CAROL DANYERS.

PSYLOCKE?!

FORGIVE ME, I DIDN'T MEAN TO STARTLE YOU.

ANYTHING TO REPORT?



NOPE. PLACE IS QUIET. ALMOST-- YAWN-- TOO QUIET.

YOU NEED SOME SLEEP.

NO LESS'N YOU, MS. BRADDOCK-- AN' YOU GOT CRACKED RIBS, TO BOOT.

DON'T FRET NONE, BETSY. AH'M FINE. AN' MORE IMPORTANTLY, THIS IS THE X-MEN'S HOME TURF.

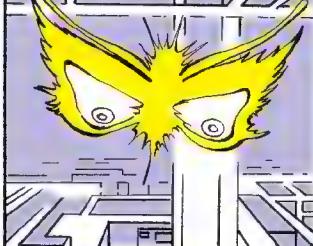


PROTECTIN' IT IS THE X-MEN'S RESPONSIBILITY.

AND SINCE I AM NOT PART OF THE TEAM, NOT MINE. MY HELP WILL BE TOLERATED-- BUT ONLY TO A POINT.

HOPING TO SPARE MY FEELINGS, ROGUE DID NOT SAY SO ALOUD.

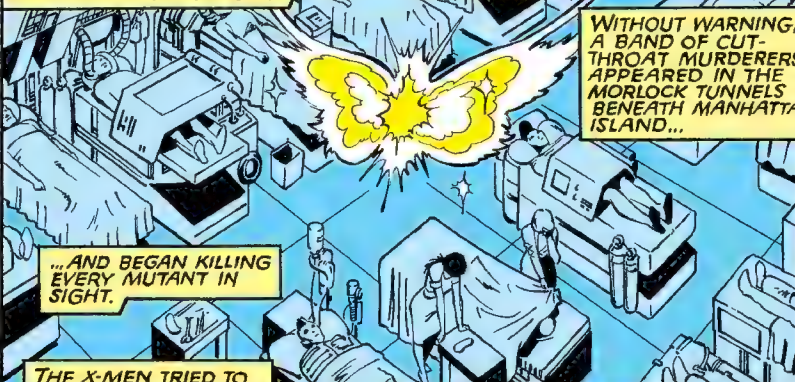
SHE DIDN'T HAVE TO.



I MUST PROVE MY WORTH TO THEM-- BUT HOW?!

BURIED 30 METERS BELOW THE MANSION IS ITS INFIRMARY...

...FULL TO BURSTING WITH THE PITIFULLY FEW SURVIVORS OF THE MARAUDERS MASSACRE.



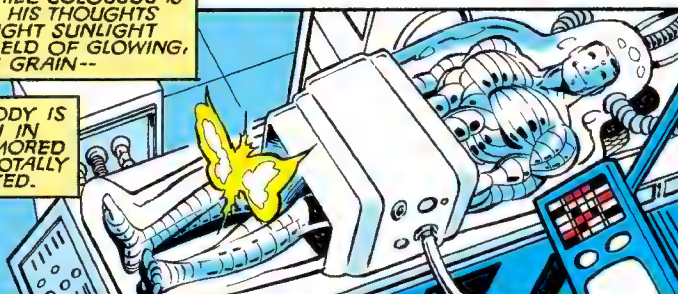
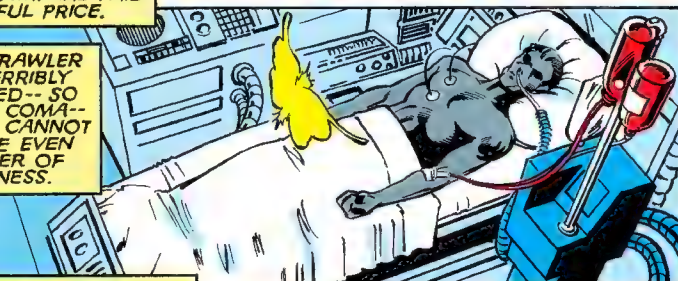
...AND BEGAN KILLING EVERY MUTANT IN SIGHT.

THE X-MEN TRIED TO STOP THEM, AND PAID A FEARFUL PRICE.

NIGHTCRAWLER IS SO TERRIBLY WOUNDED-- SO DEEP IN COMA-- THAT I CANNOT PERCEIVE EVEN A FLICKER OF AWARENESS.

AND WHILE COLOSSUS IS ALERT-- HIS THOUGHTS LIKE BRIGHT SUNLIGHT ON A FIELD OF GLOWING, GOLDEN GRAIN--

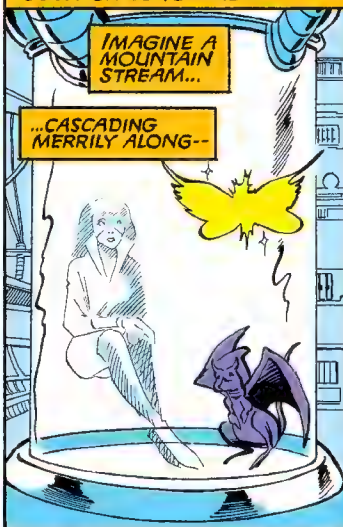
-- HIS BODY IS FROZEN IN ITS ARMORED FORM, TOTALLY PARALYZED.



KITTY PRYDE-- SHADOWCAT-- IS TRAPPED IN HER PHASING STATE, LITTLE MORE THAN A LIVING GHOST, UNABLE TO PHYSICALLY TOUCH OR BE TOUCHED.

IMAGINE A MOUNTAIN STREAM...

...CASCADING MERRILY ALONG--



-- THAT IS THE PICTURE OF HER MIND, LIVELY AND SO FULL OF LIFE.

HER DISCORPORATION IS PROGRESSIVE.

EVENTUALLY, IT WILL REACH THE STATE...

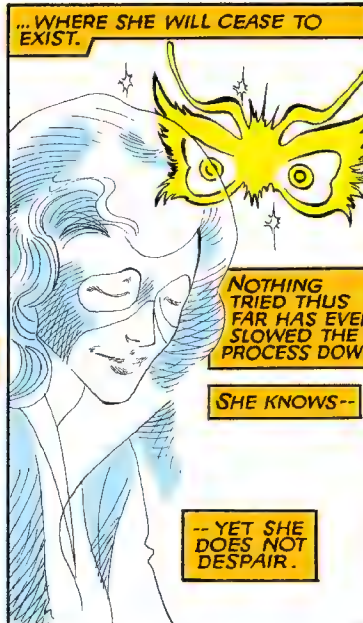


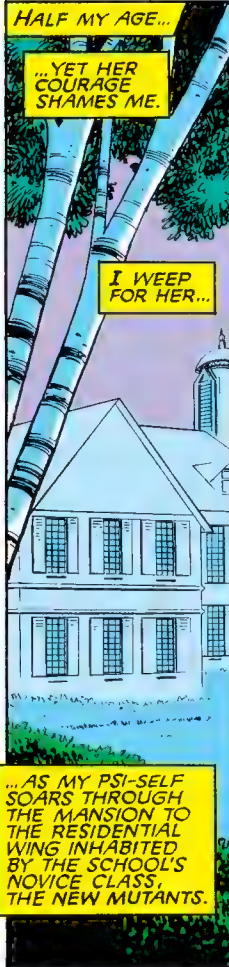
... WHERE SHE WILL CEASE TO EXIST.

NOTHING TRIED THIS FAR HAS EVEN SLOWED THE PROCESS DOWN.

SHE KNOWS--

-- YET SHE DOES NOT DESPAIR.



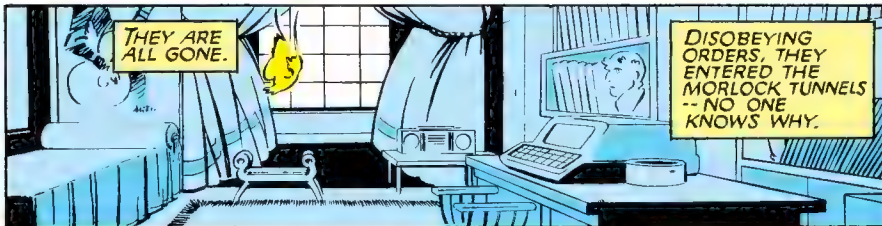


HALF MY AGE...

...YET HER
COURAGE
SHAMES ME.

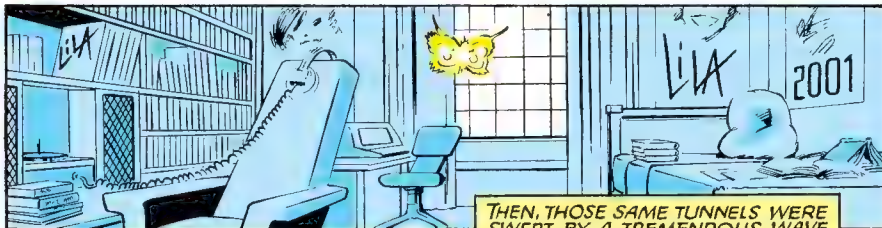
I WEEP
FOR HER...

...AS MY PSI-SELF
SOARS THROUGH
THE MANSION TO
THE RESIDENTIAL
WING INHABITED
BY THE SCHOOL'S
NOVICE CLASS,
THE NEW MUTANTS.



THEY ARE
ALL GONE.

DISOBEYING
ORDERS, THEY
ENTERED THE
MORLOCK TUNNELS
-- NO ONE
KNOWS WHY.



THEN, THOSE SAME TUNNELS WERE
SWEEPED BY A TREMENDOUS WAVE
OF HIGH-ENERGY PLASMA.

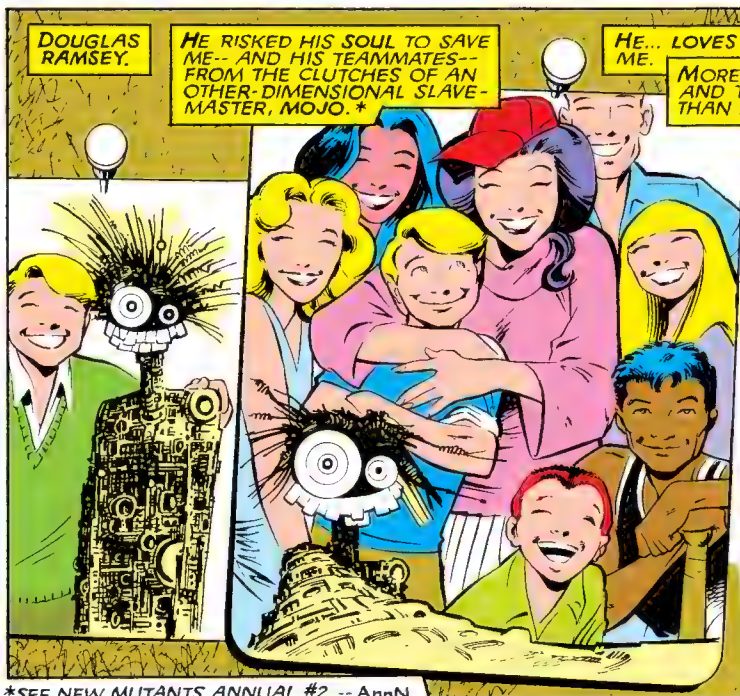


IF THE MUTANTS WERE IN ITS PATH
WHEN THE WAVE STRUCK, THEY ARE
SURELY DEAD.

I'VE BEEN SEARCHING FOR THEM
WITH CEREPRO. I WILL KEEP ON
UNTIL I FIND THEM.

OR UNTIL THEIR DEATHS ARE
PROVEN BEYOND ALL DOUBT.

MY LAST STOP IS
CYPHER'S ROOM.

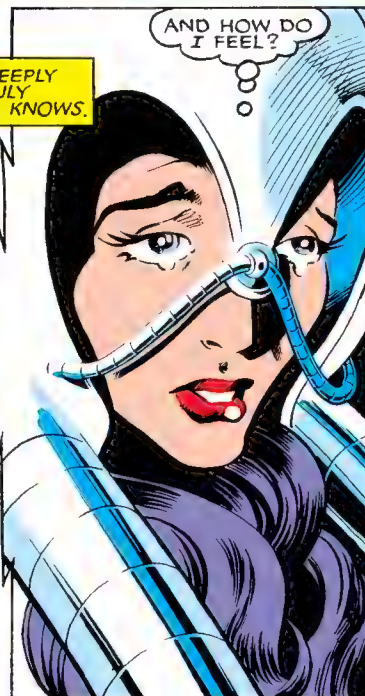


DOUGLAS
RAMSEY.

HE RISKED HIS SOUL TO SAVE
ME-- AND HIS TEAMMATES--
FROM THE CLUTCHES OF AN
OTHER-DIMENSIONAL SLAVE-
MASTER, MOJO. *

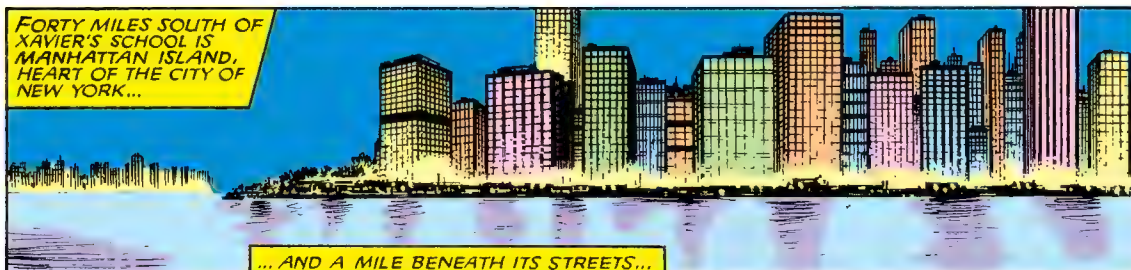
HE... LOVES
ME.

MORE DEEPLY
AND TRULY
THAN HE KNOWS.



AND HOW DO
I FEEL?

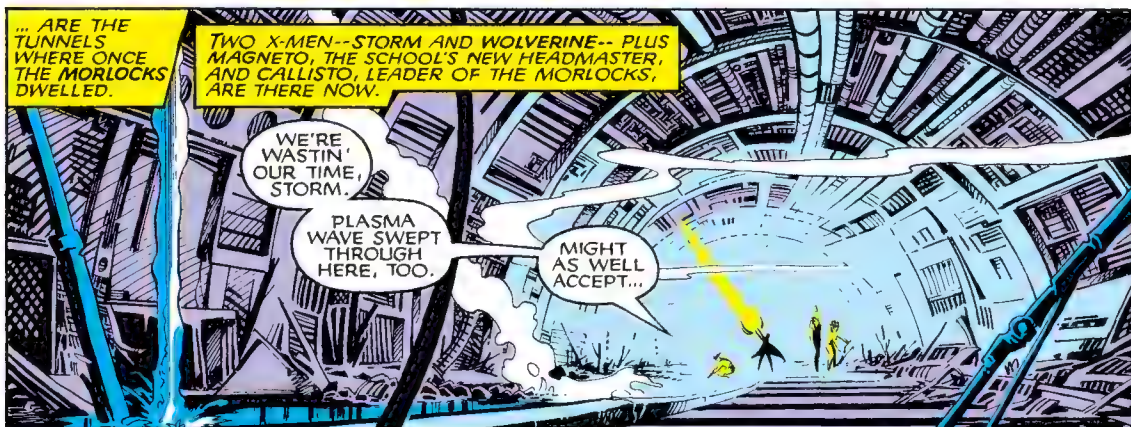
FORTY MILES SOUTH OF XAVIER'S SCHOOL IS MANHATTAN ISLAND, HEART OF THE CITY OF NEW YORK...



... AND A MILE BENEATH ITS STREETS...

... ARE THE TUNNELS WHERE ONCE THE MORLOCKS DWELLED.

TWO X-MEN--STORM AND WOLVERINE-- PLUS MAGNETO, THE SCHOOL'S NEW HEADMASTER, AND CALLISTO, LEADER OF THE MORLOCKS, ARE THERE NOW.



WE'RE WASTIN' OUR TIME, STORM.

PLASMA WAVE SWEEPED THROUGH HERE, TOO.

MIGHT AS WELL ACCEPT...

...IT INVOLVED THE ENTIRE NETWORK.



FIRE SWEEPED EVERYTHING CLEAN. I CAN'T FIND EVEN A TRACE OF A SCENT-- OF ANYONE'S SCENT!

EVERYTHING FLAMMABLE WAS CONSUMED. THE TUNNELS ARE NOW AS THEY MUST HAVE BEEN BEFORE THE MORLOCKS EVER ARRIVED.



NOTHING LEFT-- NO BODIES, NO CLOTHES, NO KEEPSAKES?!

OUR EXISTENCE HAS BEEN WIPED...

...FROM THE FACE OF THE STINKIN' WORLD!



LIGHTNING.

WHO DID THIS STORM?!

WHAT DID THIS?!!

WHAT ARE YOU SAYING?!

WHEN YOU AND I FOUGHT UPSTATE*, THERE WAS LIGHTNING FLASHING ALL OVER THE PLACE, CRAZY LIKE I'VE NEVER SEEN BEFORE!

I SAW. I REMEMBER.

*LAST ISSUE-- AnnN.

"WAS THAT YOUR DOING?! BUT HOW CAN THAT BE," CALLISTO CRIES. "YOU DON'T POSSESS YOUR POWERS ANYMORE. YOU NO LONGER CONTROL THE WEATHER!"

"THAT IS WHAT I BELIEVED," STORM REPLIES SOFTLY, THE ANGLISH IN HER VOICE MATCHING CALLISTO'S. "NOW I AM NO LONGER CERTAIN."

ARE YOU SAYING YOU'RE RESPONSIBLE FOR THIS?!

I DO NOT KNOW.

WON'T BE ABLE TO FOLLOW ANY MARAUDER TRAILS FROM HERE. SAME GOES FOR THE NEW MUTANTS.

GOTTA FIGURE-- IF THEY'D SURVIVED, THEY'D HAVE FOUND SOME WAY TO CONTACT US.

NO!

BELIEVE THE WORST IF YOU WISH, WOLVERINE. I CHOOSE OTHERWISE.

SOMEWHERE, SOMEHOW-- I AM CERTAIN-- THE NEW MUTANTS STILL LIVE!

AS HEAD-MASTER, IT IS MY RESPONSIBILITY...

...TO PROTECT THEM.

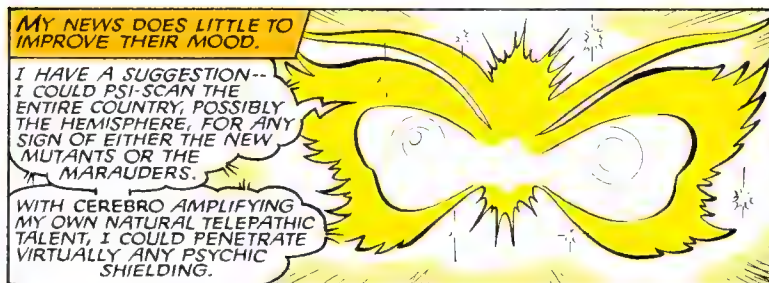
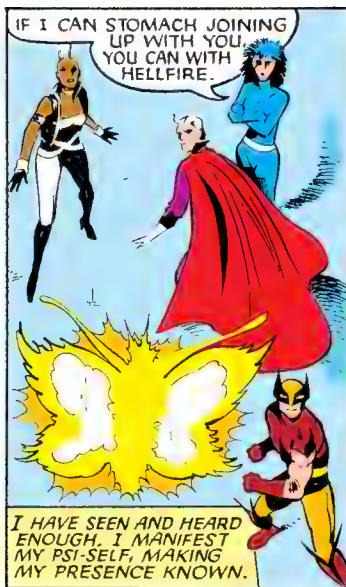
THE HELLFIRE CLUB HAS INVITED ME TO JOIN THEIR RULING BODY, THE LORDS CARDINAL, AS WHITE KING. PERHAPS I SHOULD ACCEPT?

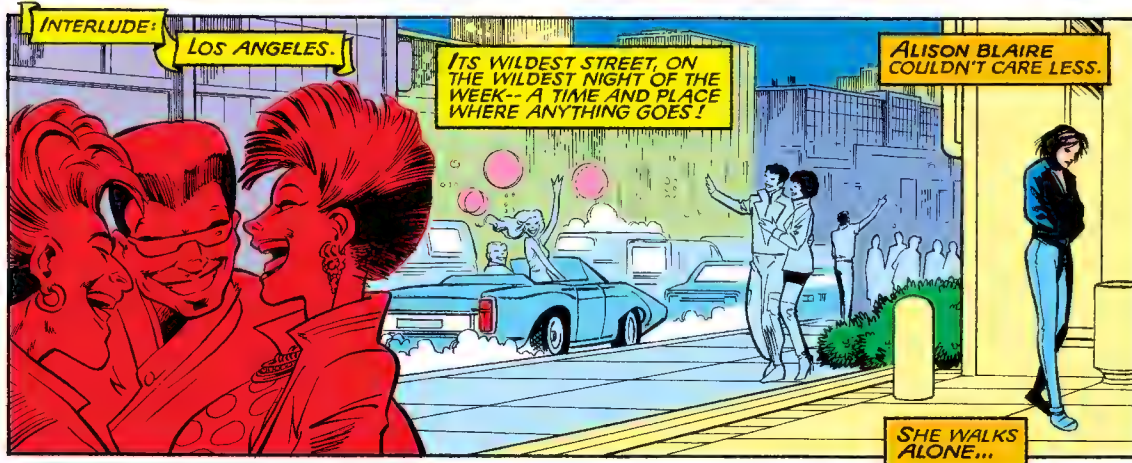
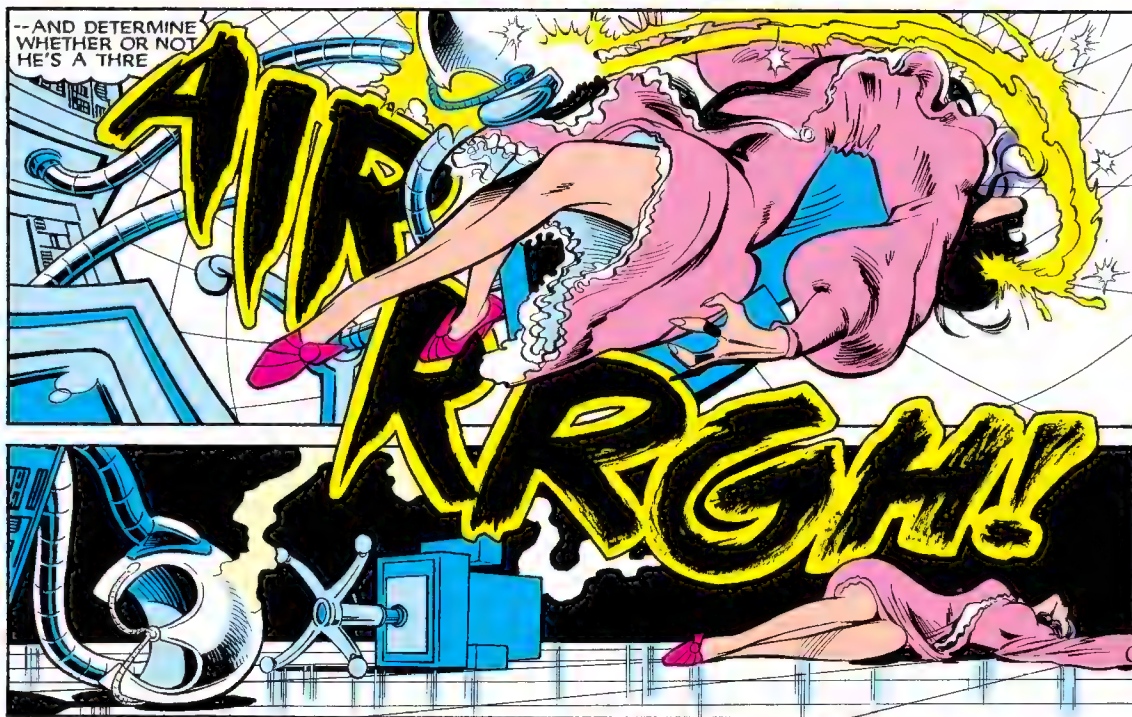
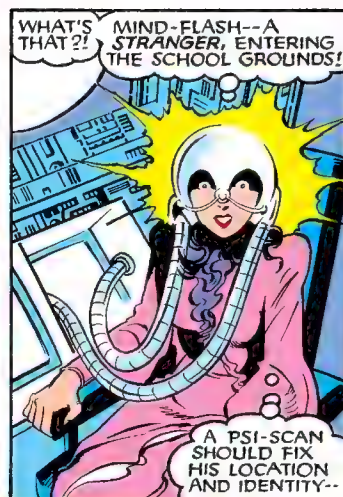
AN ALLIANCE WITH THE X-MEN'S DEADLIEST FOES?! IMPOSSIBLE!

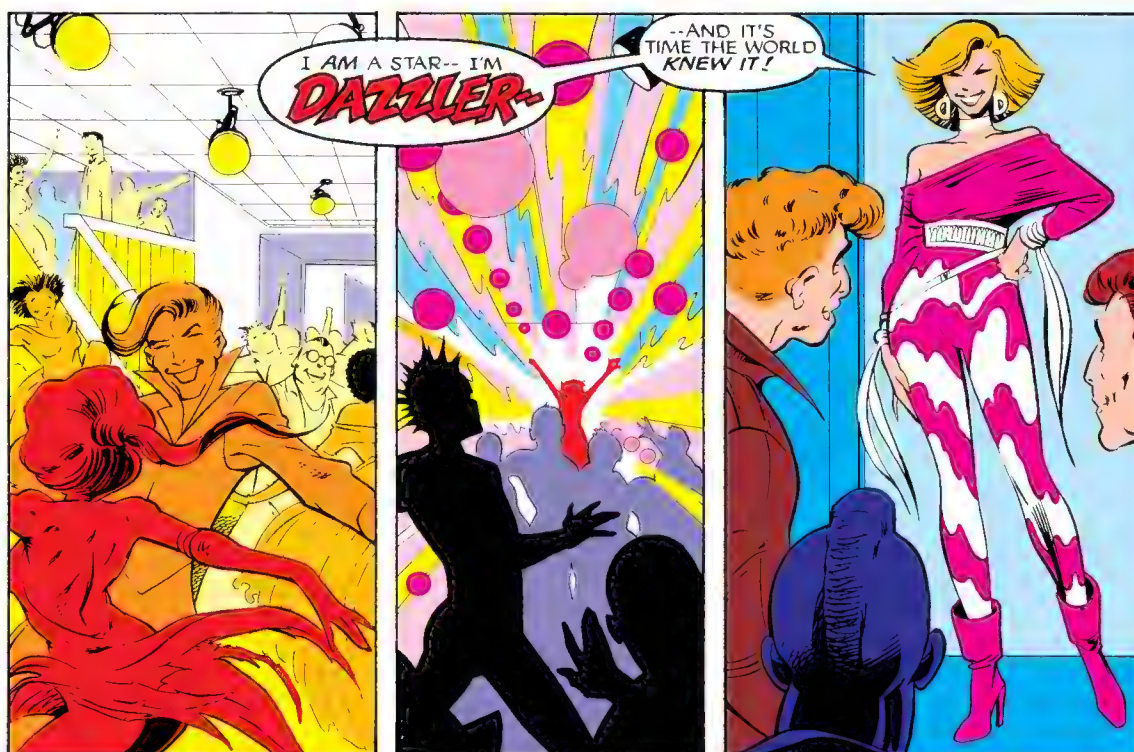
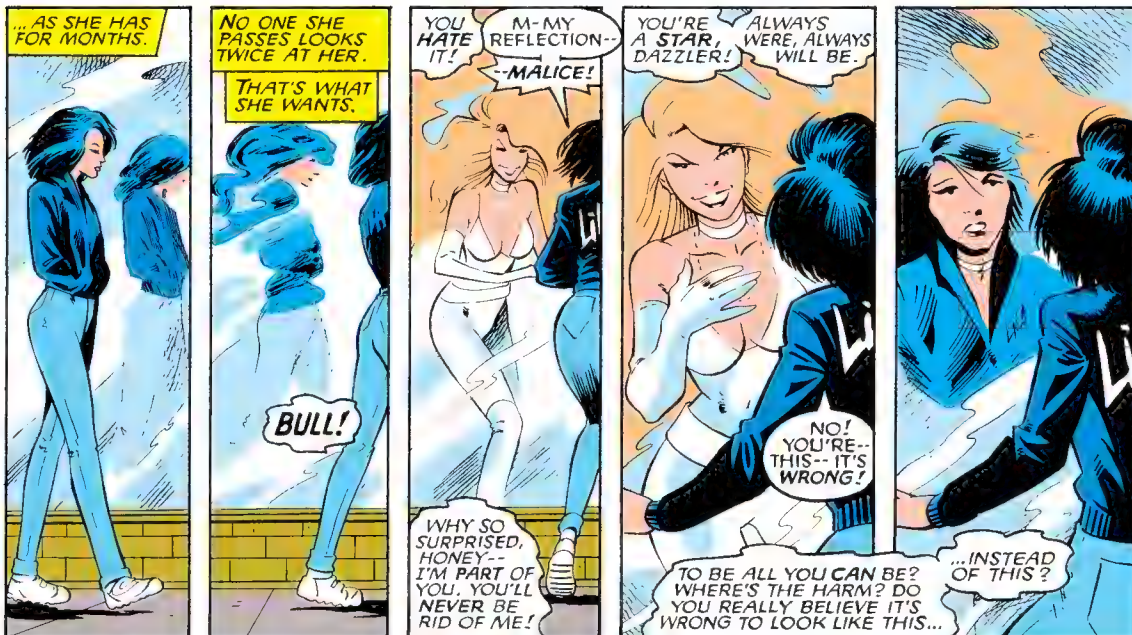
NOT SO LONG AGO, STORM, I WAS THE X-MEN'S DEADLIEST FOE. YET LOOK AT ME NOW.

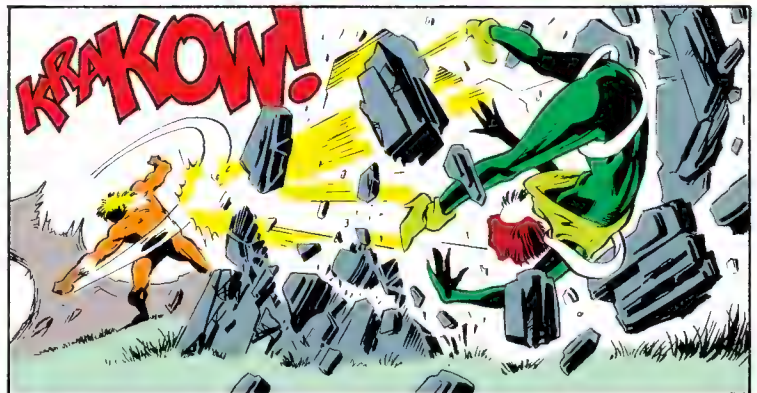
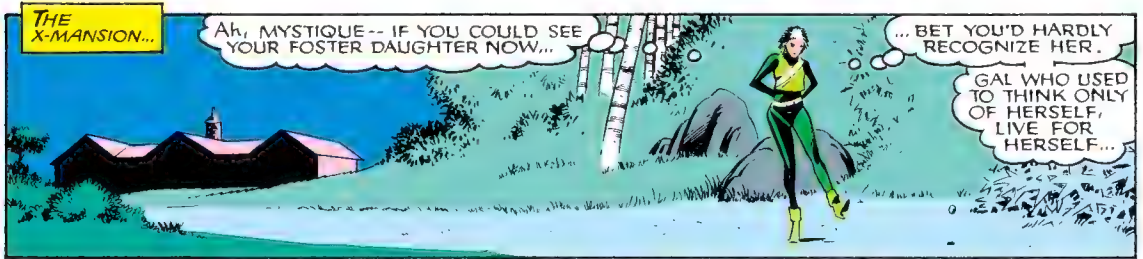
FACE FACTS, WIND-RIDER-- THE X-MEN NEED HELP! YOU CAN'T GO ON ALONE...

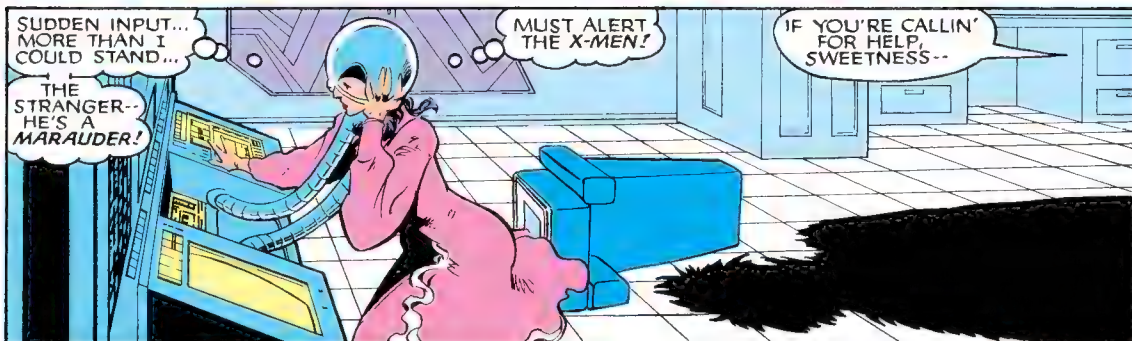
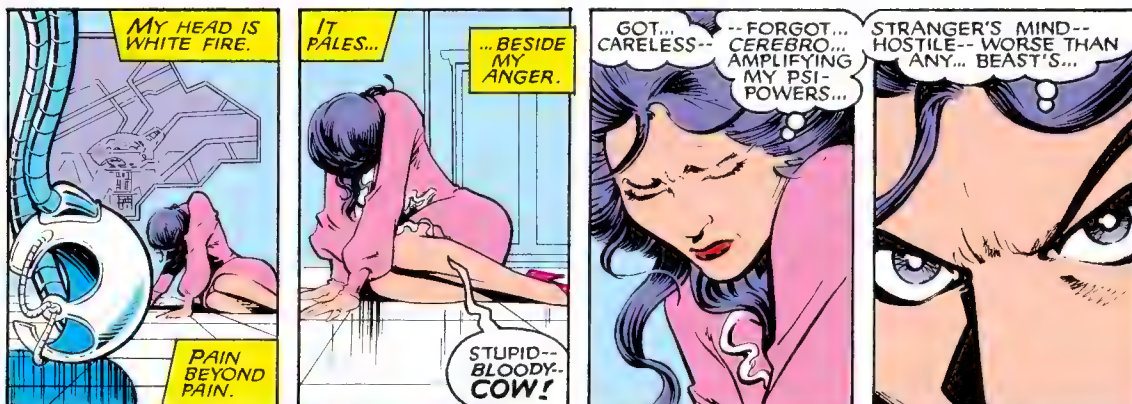
...ESPECIALLY AGAINST THE MARAUDERS.

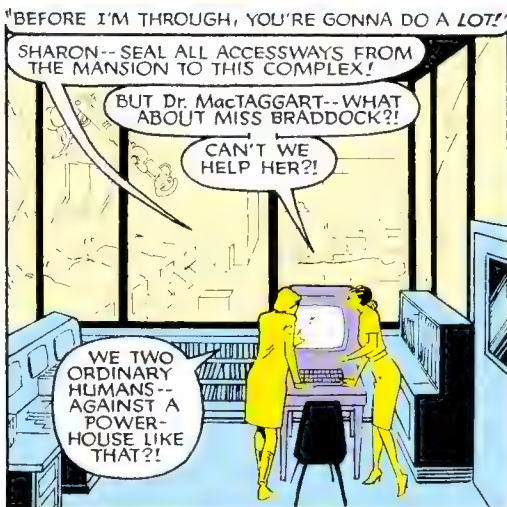
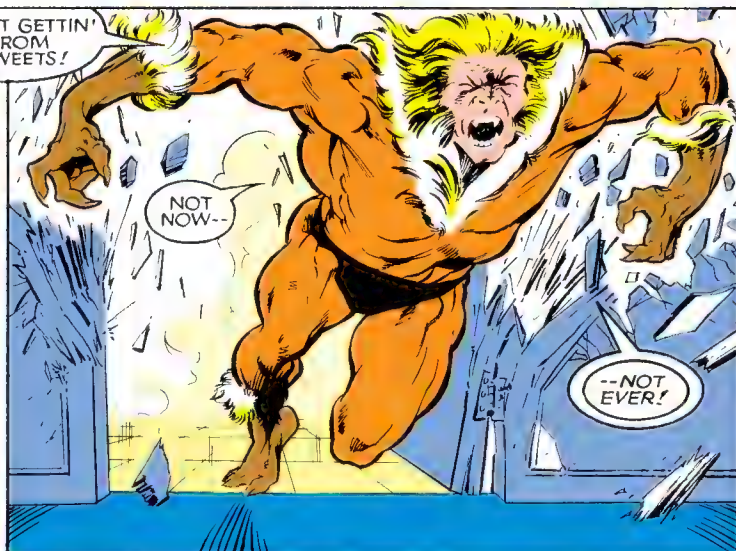


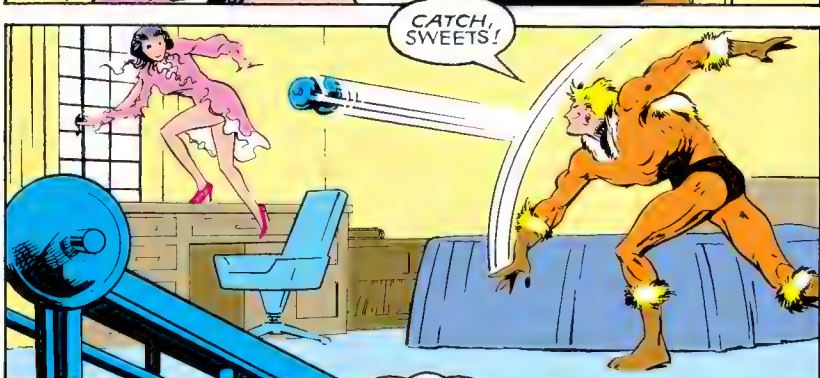
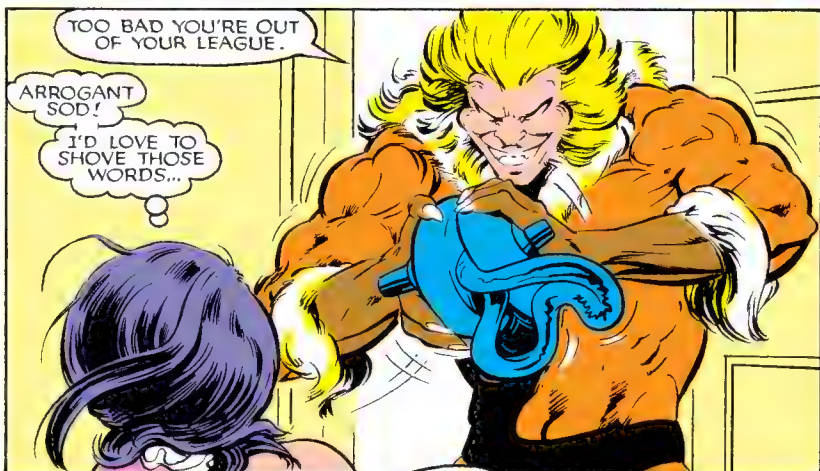
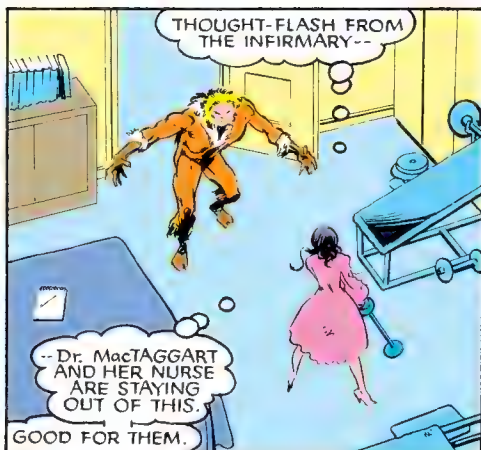


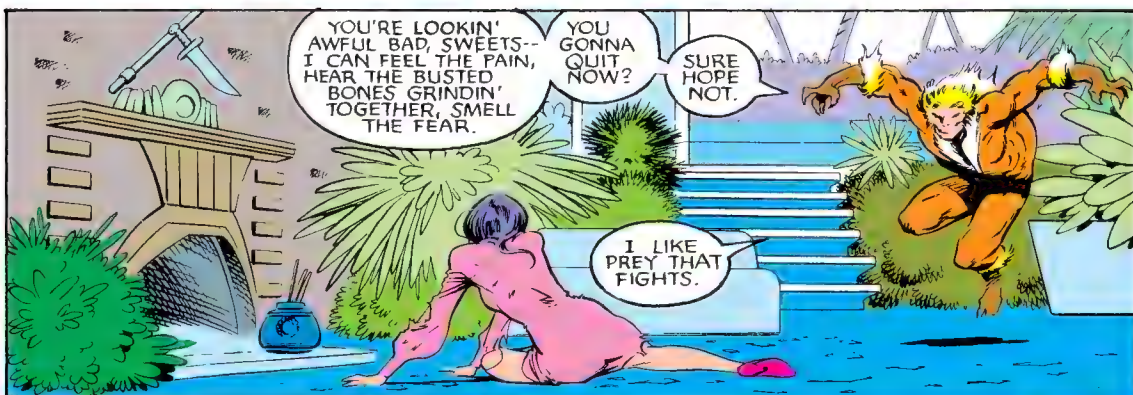
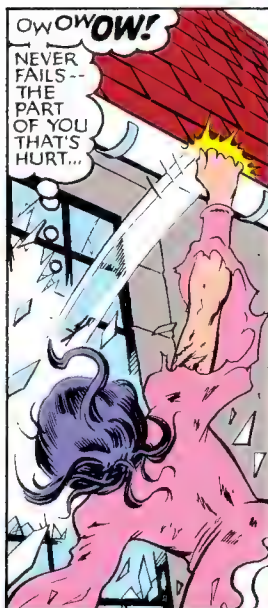


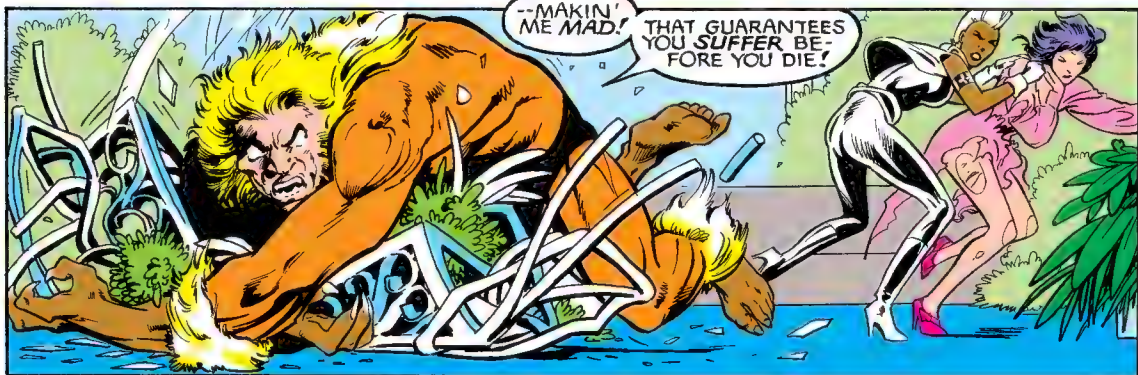
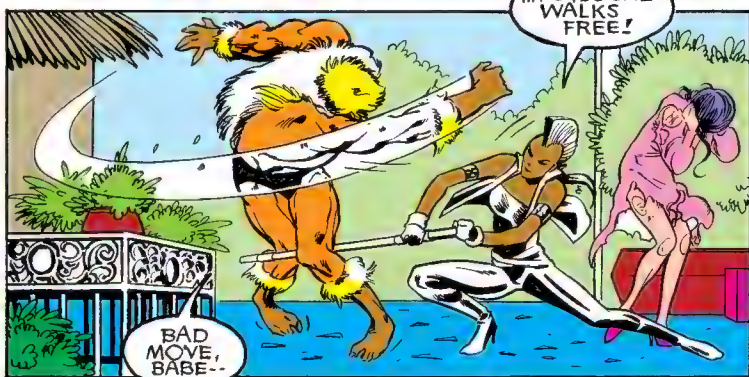
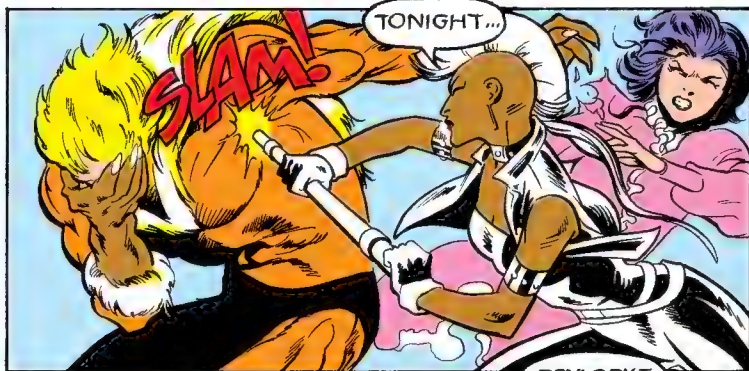


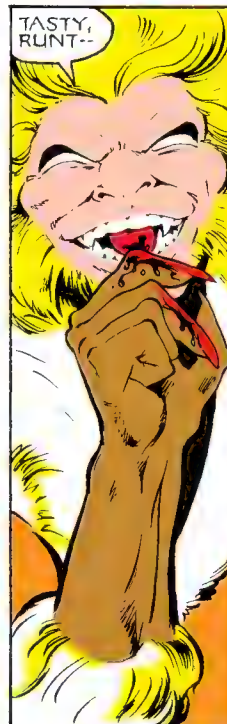
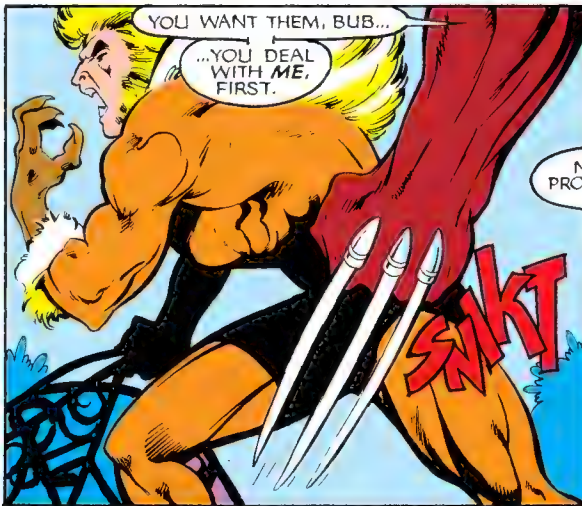


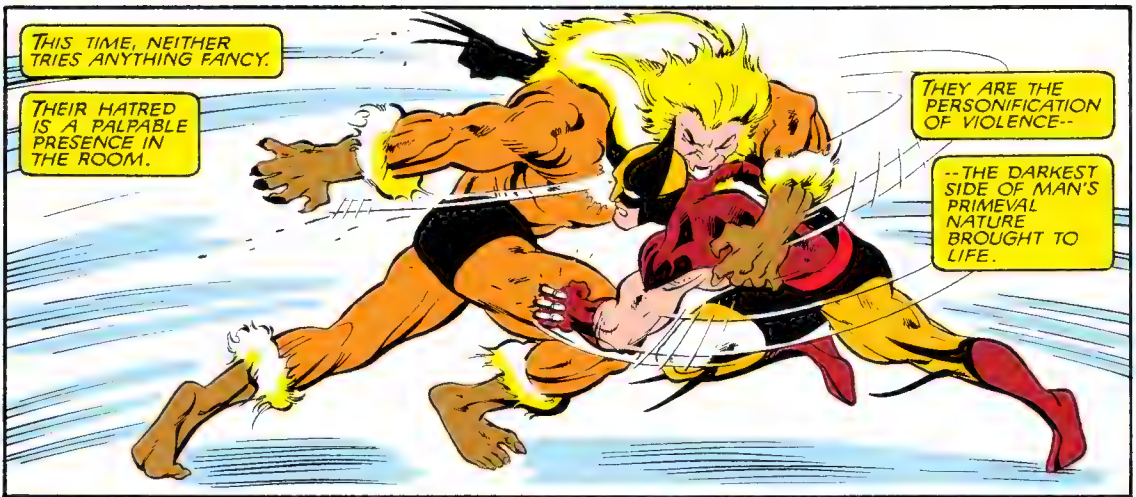












THIS TIME, NEITHER TRIES ANYTHING FANCY.

THEIR HATRED IS A PALPABLE PRESENCE IN THE ROOM.

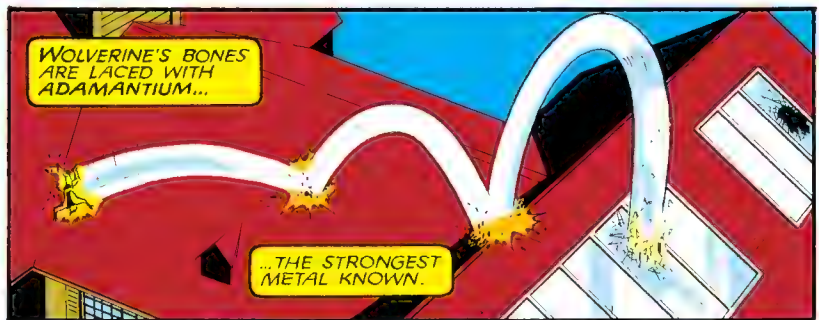
THEY ARE THE PERSONIFICATION OF VIOLENCE--

--THE DARKEST SIDE OF MAN'S PRIMEVAL NATURE BROUGHT TO LIFE.



QUARTER WILL NOT BE ASKED BETWEEN THEM...

...NOR GIVEN.



WOLVERINE'S BONES ARE LACED WITH ADAMANTIUM...

...THE STRONGEST METAL KNOWN.



BUT SABRETOOTH IS LARGER, FASTER, STRONGER.



HIS CLAWS ARE NATURAL--

--WHERE WOLVERINE'S ARE MAN-MADE--



--BUT THAT MAKES THEM...

...NO LESS DEADLY.

AND BOTH MENS' WOUNDS BEGIN TO HEAL WITH FANTASTIC SPEED, THE INSTANT THEY ARE MADE.

CALLISTO HAS FOUND ROGUE, STORM. THE CHILD IS ALL RIGHT.

IS MISS BRADDOCK--?!

I LOOK FAR WORSE, MAGNETO...

...THAN I ACTUALLY AM.

HE THINKS MY WORDS BRAVADO.

IF HE ONLY KNEW...

THESE IMPROVISED CHAINS SHOULD HOLD OUR FOE.

NO! WAIT!

WE KNOW NEXT TO NOTHING ABOUT THE MARAUDERS! THIS IS A PERFECT OPPORTUNITY TO LEARN!

AND WE SHALL, ONCE SABRETOOTH IS PROPERLY RESTRAINED.

HIS PSYCHIC DEFENSES ARE FORMIDABLE.

UNDER THOSE CONDITIONS, THEY'LL BE FULLY ACTIVE.

I DOUBT WE'LL LEARN A THING.

BUT NOW, HIS CONCENTRATION IS FOCUSED ON HIS BATTLE WITH WOLVERINE!

I CAN SLIP INTO HIS MIND, WITHOUT HIM NOTICING...

AND WHAT OF WOLVERINE??

IS YOUR PLAN WORTH HIS UNWITTING SACRIFICE?!

"HE CAN TAKE CARE OF HIMSELF, MAGNETO. HE'LL HAVE TO."

"STORM, I KNOW WHAT I'M TALKING ABOUT. I CAN DO THIS-- I'M THE ONLY ONE WHO CAN--"

"... FOR ALL OUR SAKES, AT LEAST LET ME TRY!"



DO IT.

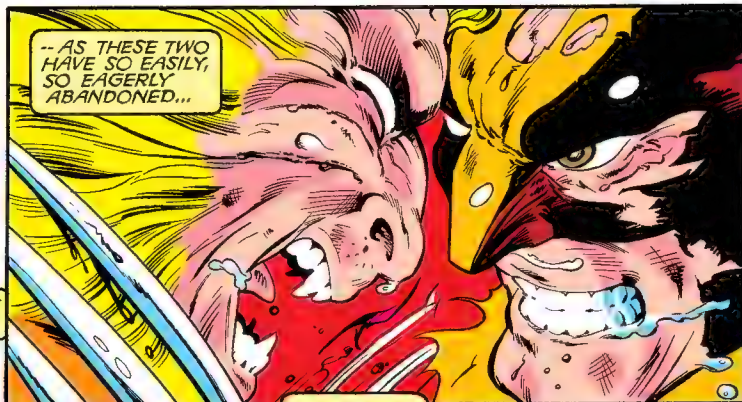
CALM MY SELF.

SEEK SERENITY OF
BODY AND MIND.

ALL PAIN WILL PASS.

MY PHYSICALITY IS
BUT A VESSEL...

...I LEAVE
BEHIND--

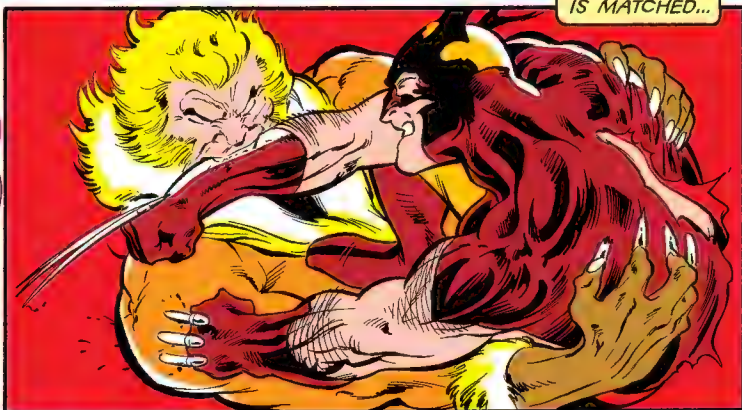


-- AS THESE TWO
HAVE SO EASILY,
SO EAGERLY
ABANDONED...

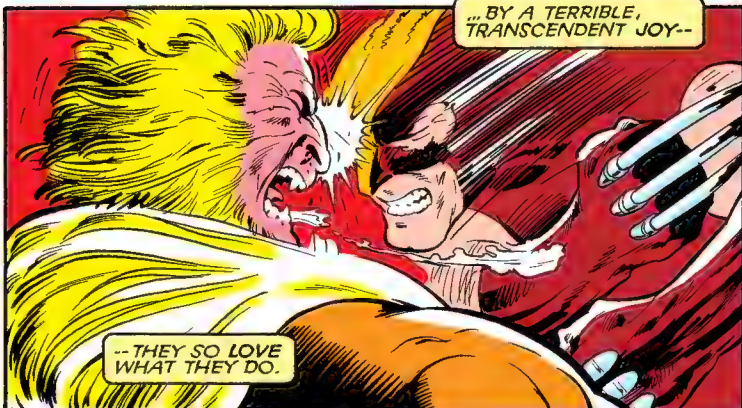
...THEIR
HUMANITY.



THEIR RAGE
IS MATCHED...



...BY A TERRIBLE,
TRANSCENDENT JOY--



-- THEY SO LOVE
WHAT THEY DO.

IMAGES AS WILD AS THE
MEN THEMSELVES CASCADE
THROUGH ME.

WOLVERINE--MUCH YOUNGER,
TOSSED BROKEN AND BLOODY
ON A SNOWSCAPE.

THEY HAVE
FOUGHT BEFORE.



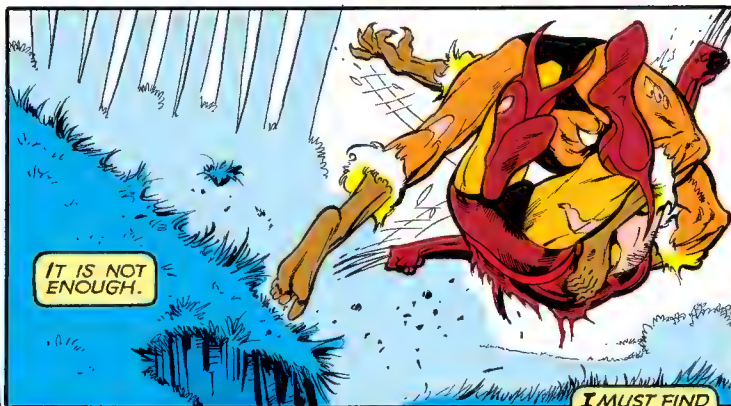
I SEE OTHER FACES,
HEAR OTHER VOICES--
FROM A MUCH LATER
TIME--

--MARAUDERS--

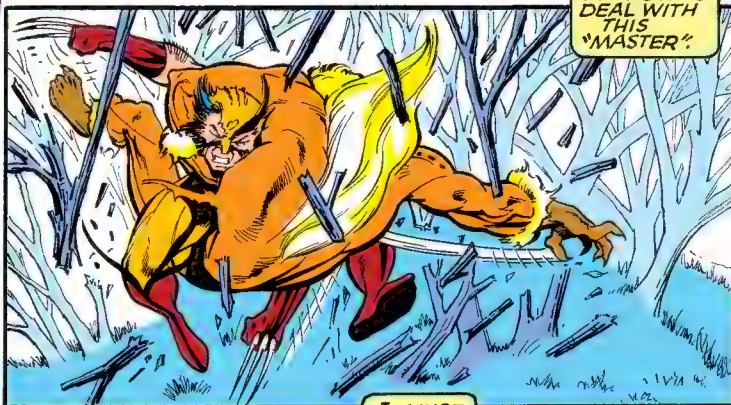


--AND A SHADOW ALL
ACKNOWLEDGE AS...

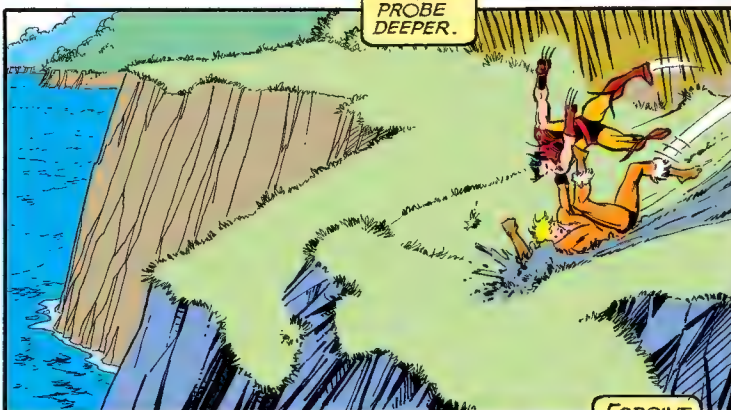
...THEIR
MASTER.



IT IS NOT
ENOUGH.



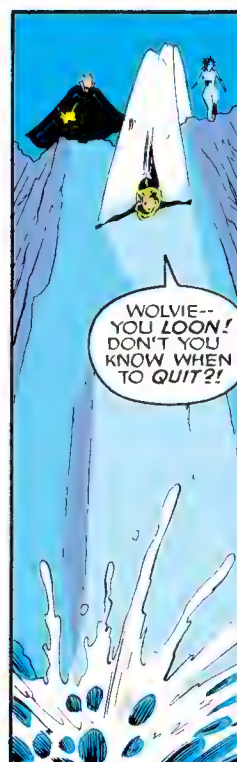
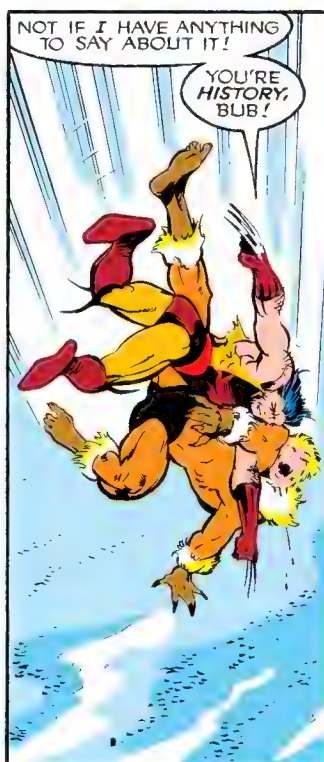
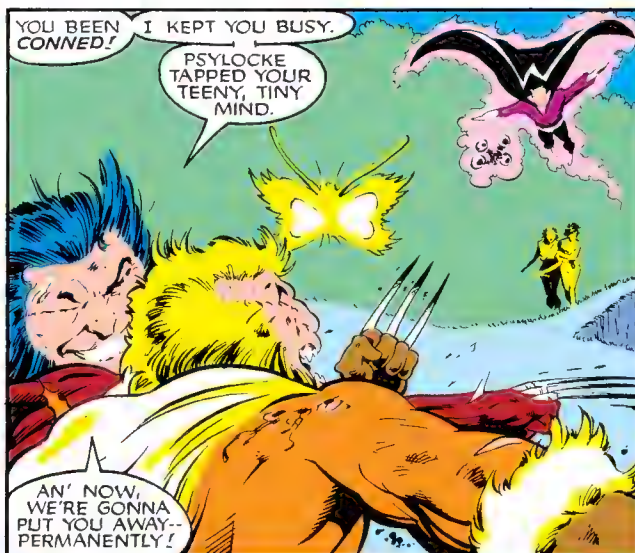
I MUST FIND
OUT HOW TO
DEAL WITH
THIS
"MASTER".

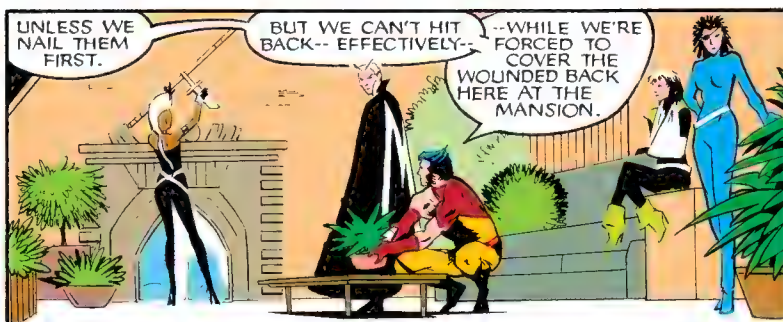


I MUST
PROBE
DEEPER.



FORGIVE
ME, MY
FRIEND.





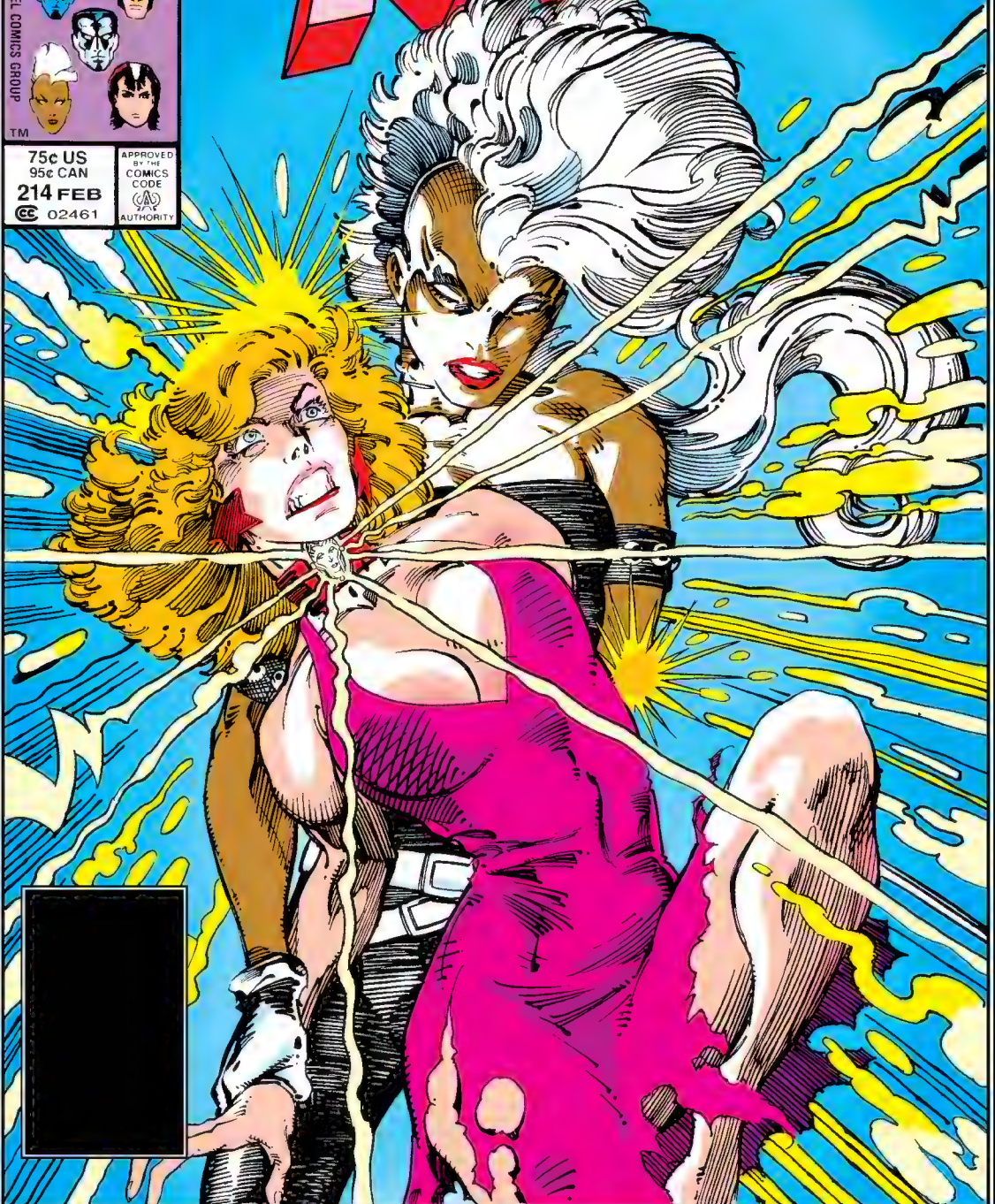
MARVEL[®]
25TH
ANNIVERSARY

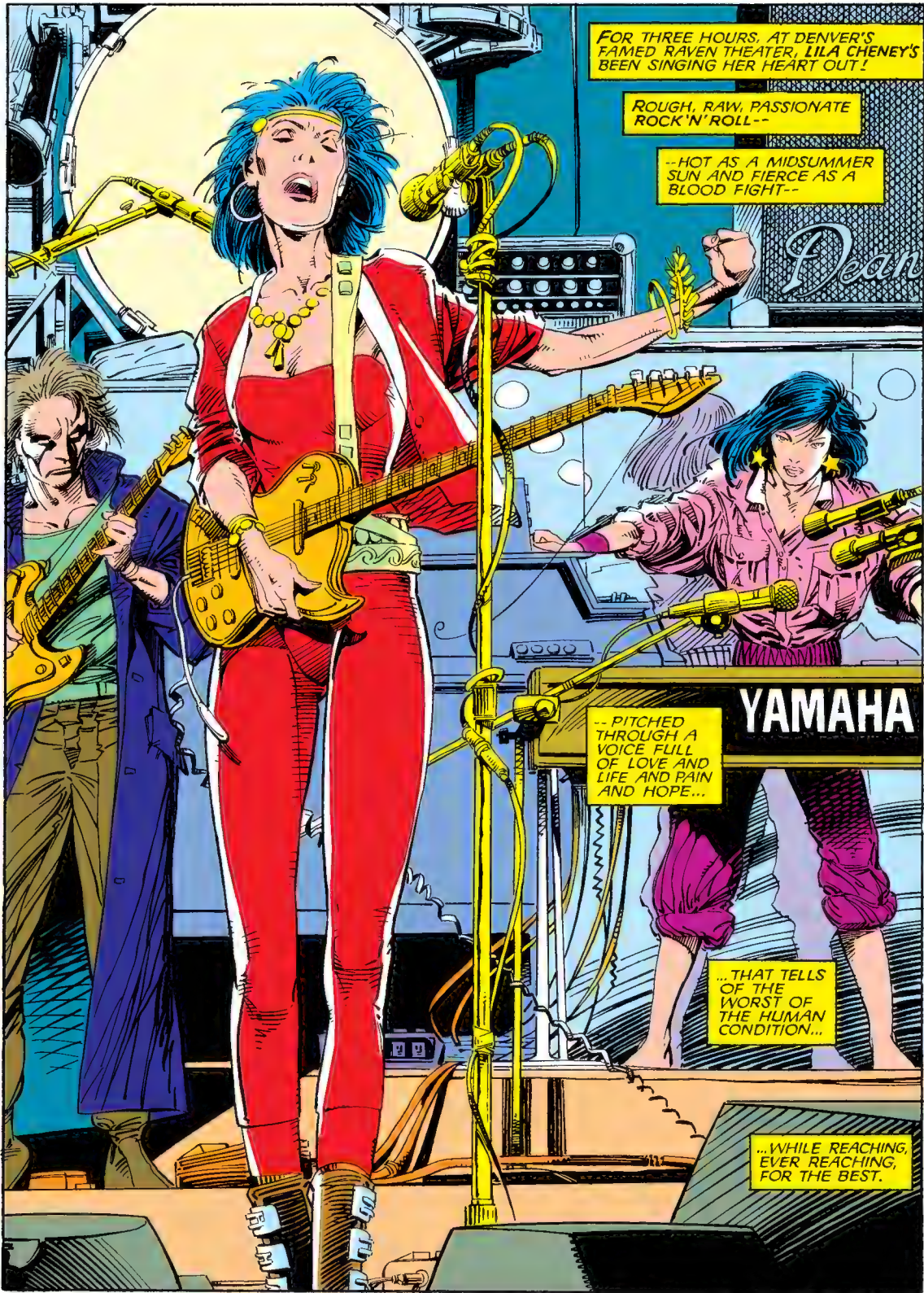


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APPROVED
BY THE
COMICS
CODE
AUTHORITY

THE UNCANNY X-MEN[®]





FOR THREE HOURS, AT DENVER'S
FAMED RAVEN THEATER, LILA CHENEY'S
BEEN SINGING HER HEART OUT!

ROUGH, RAW, PASSIONATE
ROCK 'N' ROLL--

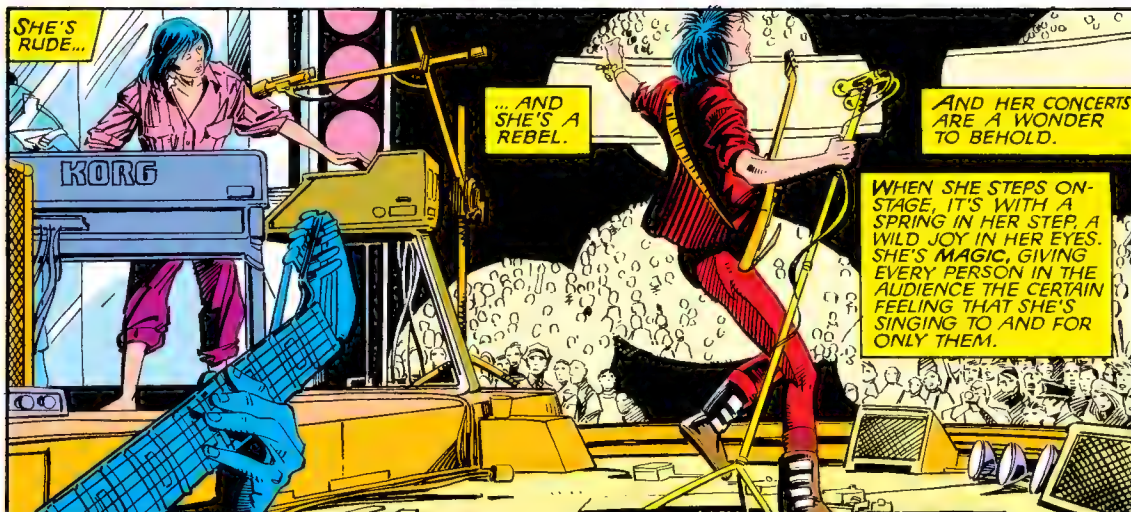
--HOT AS A MIDSUMMER
SUN AND FIERCE AS A
BLOOD FIGHT--

YAMAHA

-- PITCHED
THROUGH A
VOICE FULL
OF LOVE AND
LIFE AND PAIN
AND HOPE...

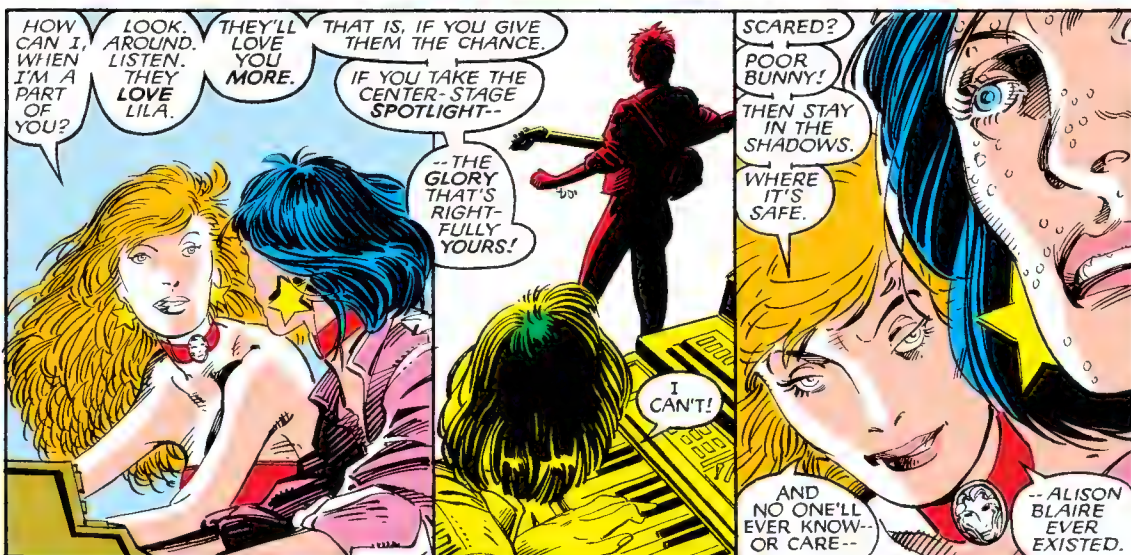
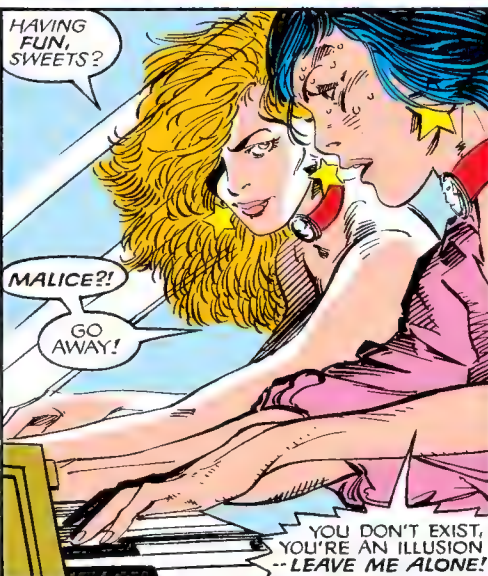
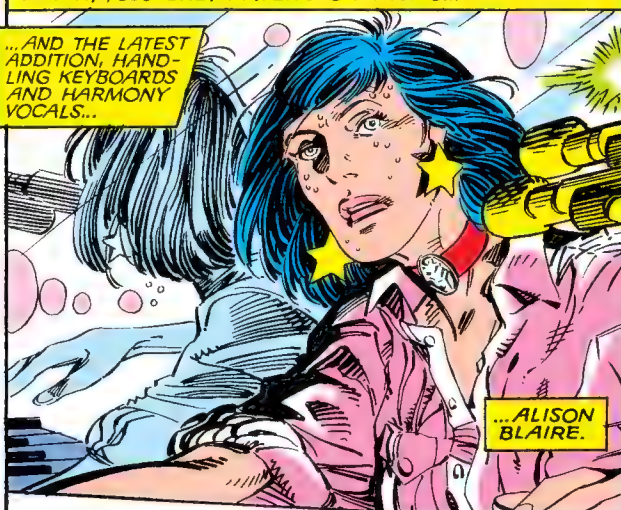
...THAT TELLS
OF THE
WORST OF
THE HUMAN
CONDITION...

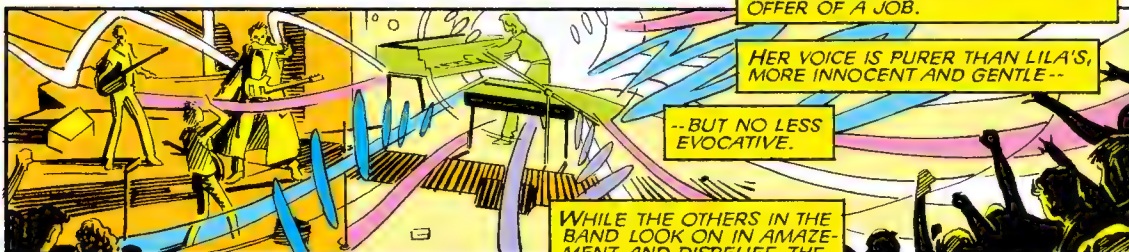
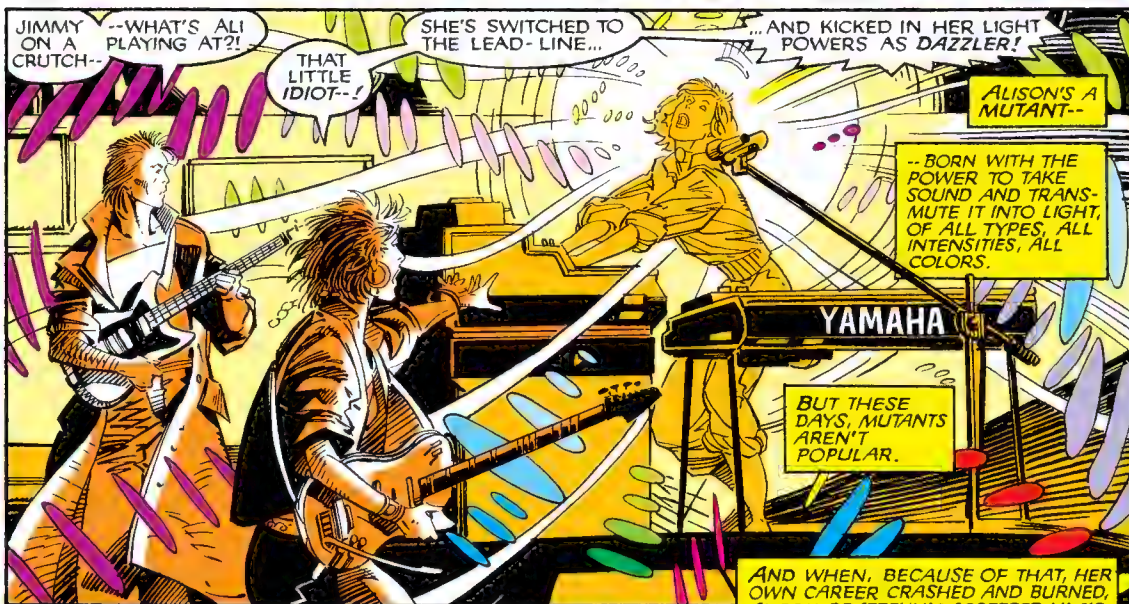
...WHILE REACHING,
EVER REACHING,
FOR THE BEST.

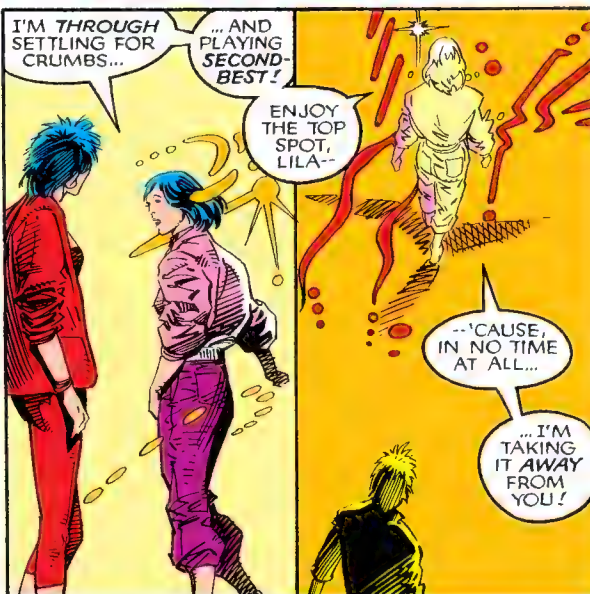
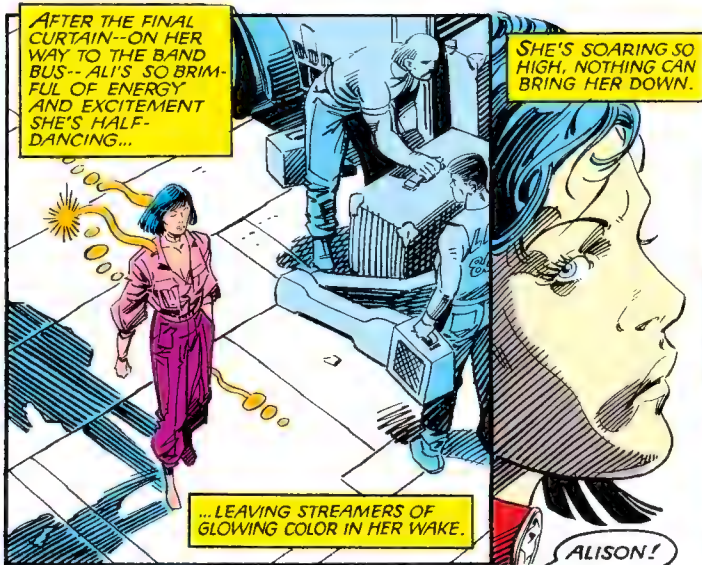


SHE'S BACKED AS WELL BY ONE OF THE FINEST BANDS IN THE BUSINESS--GUITARISTS BEN LOCKLIN AND CONAL DURAN, PLUS GREY HAVERO ON DRUMS...

...AND THE LATEST ADDITION, HANDLING KEYBOARDS AND HARMONY VOCALS...







ANOTHER NIGHT...

... ANOTHER PLACE-- PROFESSOR XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS, IN SUBURBAN NEW YORK-- SOME 2,000 MILES EASTWARD.

THE HOUSE IS SILENT, THE MOOD SOMBER-- ITS NATURAL PEACE AND TRANQUILITY SHATTERED, PERHAPS FOREVER.

WITH **MALICE** TOWARD ALL!

CHRIS CLAREMONT, WRITER; BARRY WINDSOR-SMITH, PENCILER

THIS IS THE HOME OF THE X-MEN-- MUTANTS AND HEROES AND, MORE OFTEN THAN NOT, OUTCASTS FROM A WORLD TURNING MORE HOSTILE AND DEADLY BY THE DAY.

WELL, ROGUE?

LOST CAUSE, STORM.

CEREBRO'S DESIGN IS WAY BEYOND MY KNOWLEDGE AND EXPERIENCE. PROFESSOR XAVIER PUT THIS MESS TOGETHER. AH FIGURE HE'S 'BOLT THE ONLY ONE WHO CAN FIX IT.

TILL THEN, BOSS, OUR MUTANT-DETECTING SCANNER SYSTEM IS ONLY SO MUCH ESOTERIC, EXPENSIVE, HIGH-TECH JUNK!

BOB WIACEK - INKER • GLYNIS OLIVER - COLORIST • TOM ORZECZOWSKI - LETTERER • ANN NOCENTI - EDITOR • JIM SHOOTER - EDITOR IN CHIEF

I SUSPECTED AS MUCH, BUT WE HAD TO BE CERTAIN.

THIS IS MY FAULT, STORM. I SHOULD HAVE DETECTED SABRETOOTH AND DEALT WITH HIM LONG BEFORE HE CAME CLOSE ENOUGH TO DO SUCH DAMAGE. *

YOU BEIN' TOO HARD ON YOURSELF, PSYLOCKE.

*LAST ISSUE
-- AnnN.

THAT SABRETOOTH IS THE TOUGHEST, MEANEST CUSS AH EVER TANGLED WITH. YOU WENT ONE-ON-ONE WITH HIM AN' LIVED TO TELL THE TALE.

COUNTS FOR A LOT.

I MADE A MISTAKE, ROGUE.

NEXT TIME, THEN, BE MORE CAREFUL.

WE DROVE THAT TURKEY AWAY, BOSS, BUT YOU CAN BET HE'LL BE BACK-- PROBABLY WITH THE REST OF THE MARAUDERS-- TO FINISH US OFF. WE IN ANY SHAPE TO TACKLE 'EM?

NO.

CUTE. AH NEED SOME AIR. AH'LL SCOUT THE SCHOOL GROUNDS.

Y'ALL NEED ME...

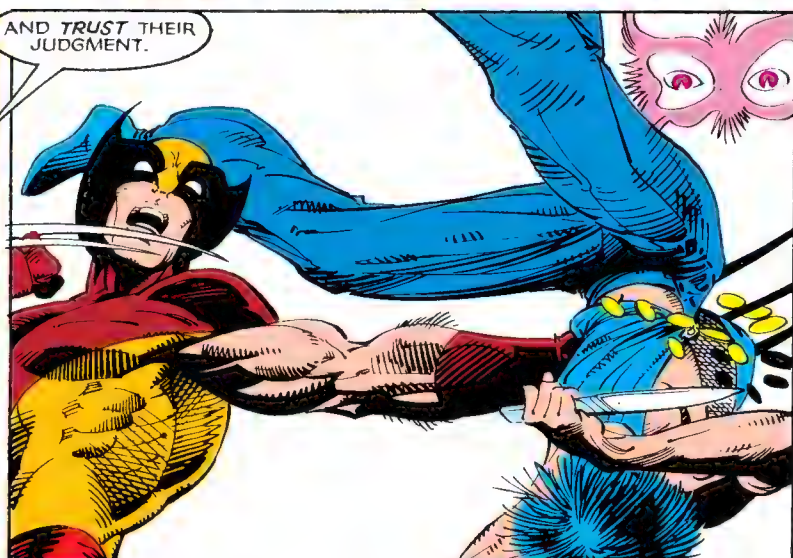
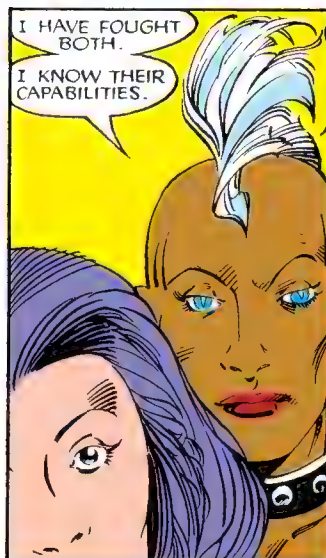
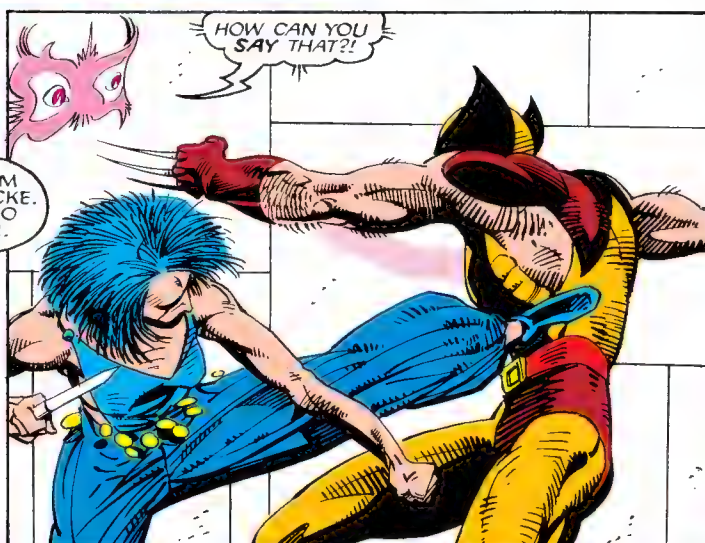
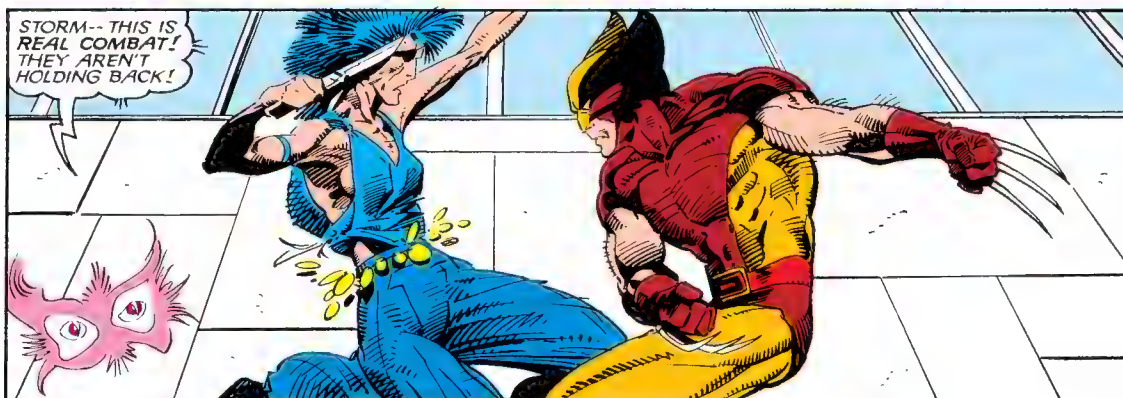
...HAVE PSYLOCKE...

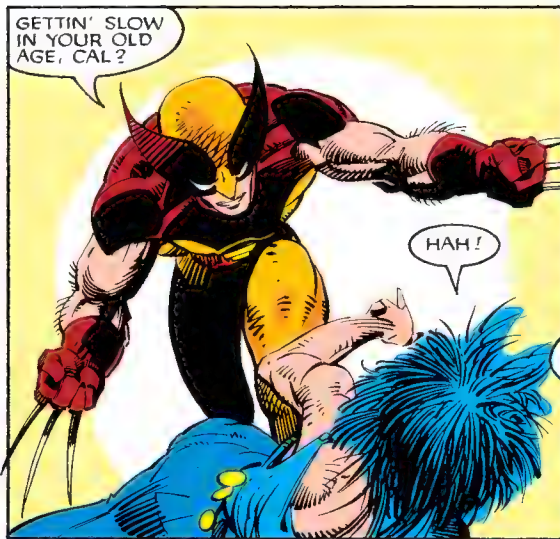
...GIVE A TELEPATHIC HOLLER!

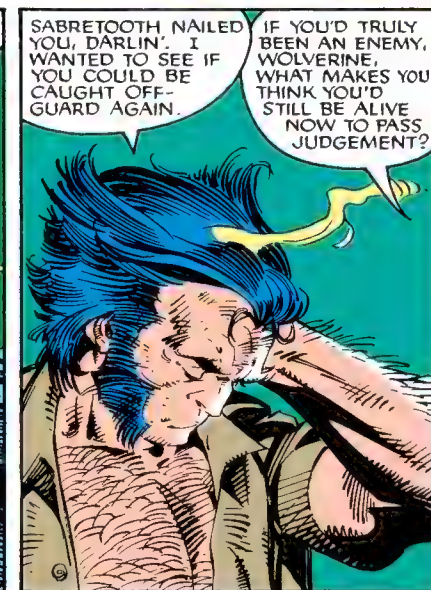
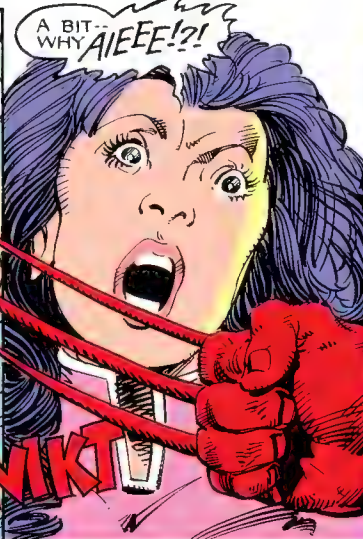
ELIZABETH, WHERE ARE CALLISTO AND WOLVERINE?

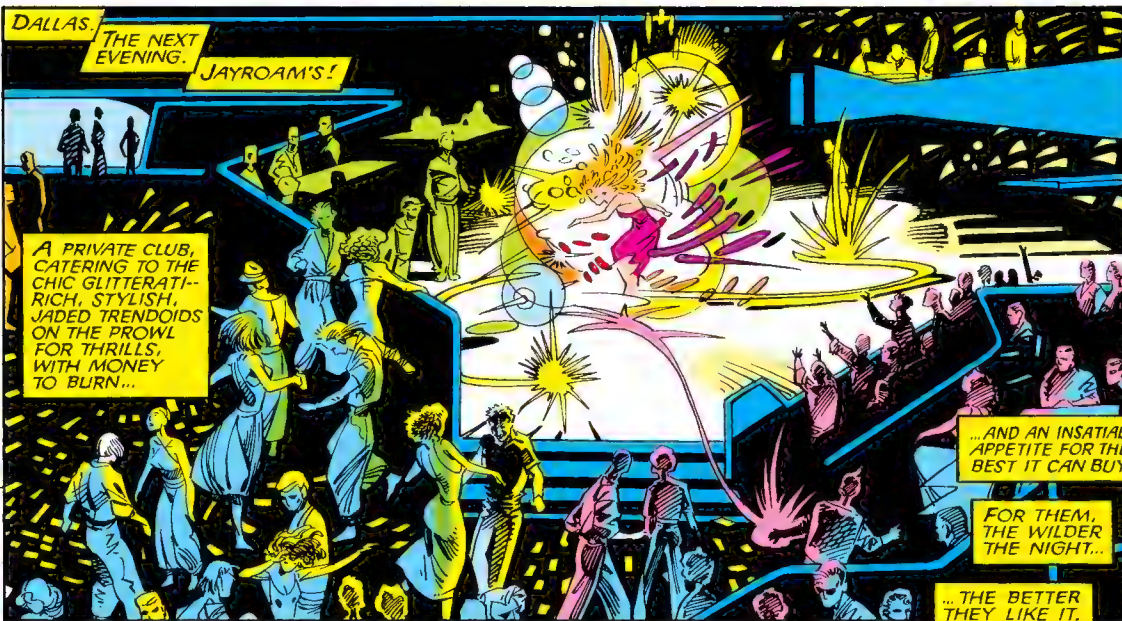
I SENSE THEIR THOUGHT TRACES BELOW US, ORORO. IN THE DANGER ROOM. I BELIEVE THEY SCHEDULED THEMSELVES...

...FOR A TRAINING SESSION.









DALLAS.

THE NEXT EVENING.

JAYROAM'S!

A PRIVATE CLUB, CATERING TO THE CHIC GLITTERATI-- RICH, STYLISH, JADED TRENDYIDS ON THE PROWL FOR THRILLS, WITH MONEY TO BURN...

...AND AN INSATIABLE APPETITE FOR THE BEST IT CAN BUY.

FOR THEM, THE WILDER THE NIGHT...

...THE BETTER THEY LIKE IT.



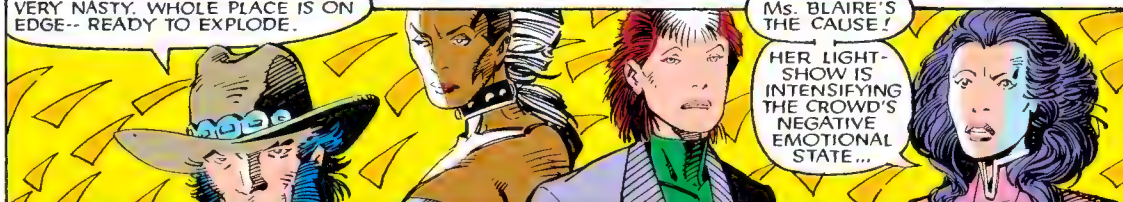
THIS WITCHING HOUR, THEY'RE IN SEVENTH HEAVEN--

--MUCH LIKE THE GORGEOUS BLONDE DANCING JOYOUSLY ALONE, SPLAYING LIGHT OF ALL INTENSITIES AND HUES THROUGHOUT THE ROOM, WITH UNCARING ABANDON.

VERY NASTY. WHOLE PLACE IS ON EDGE-- READY TO EXPLODE.

MS. BLAIRE'S THE CAUSE!

HER LIGHT-SHOW IS INTENSIFYING THE CROWD'S NEGATIVE EMOTIONAL STATE...



...TO AN ALMOST PSYCHOTIC EXTENT. THE THOUGHT PATTERNS ARE SO PRIMALLY VIOLENT, I DARE NOT LOWER MY PSI-SHIELDS.

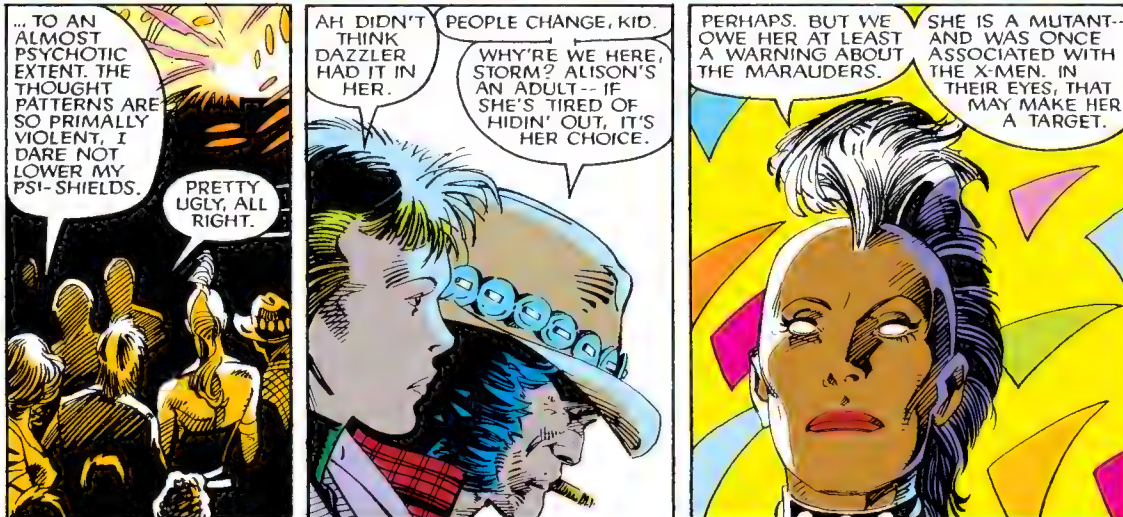
PRETTY UGLY, ALL RIGHT.

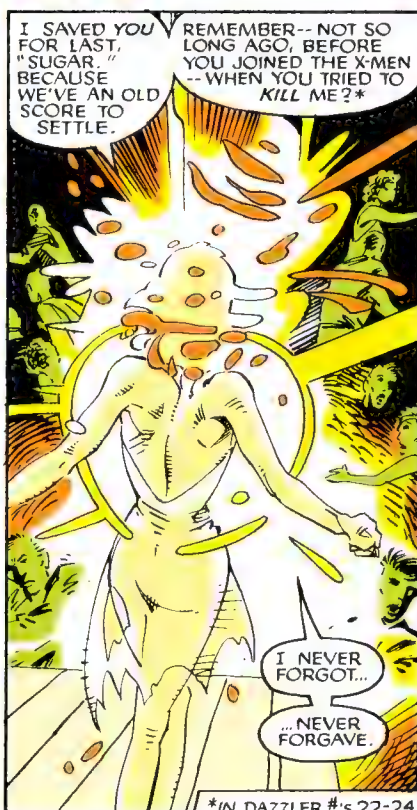
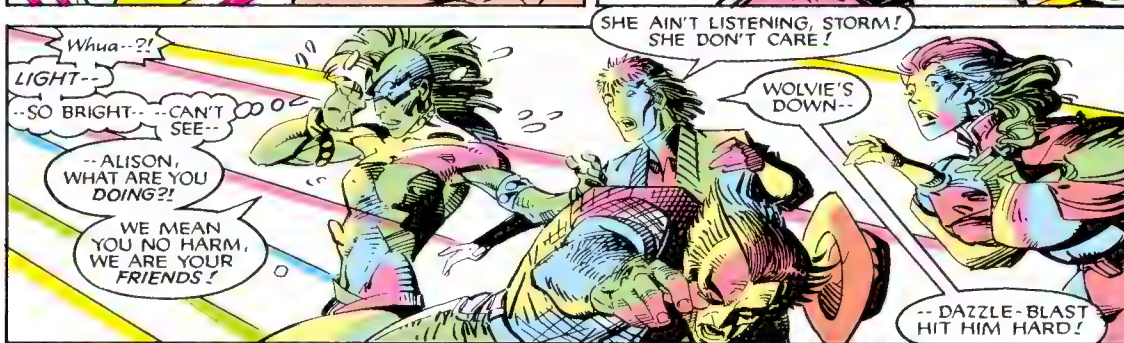
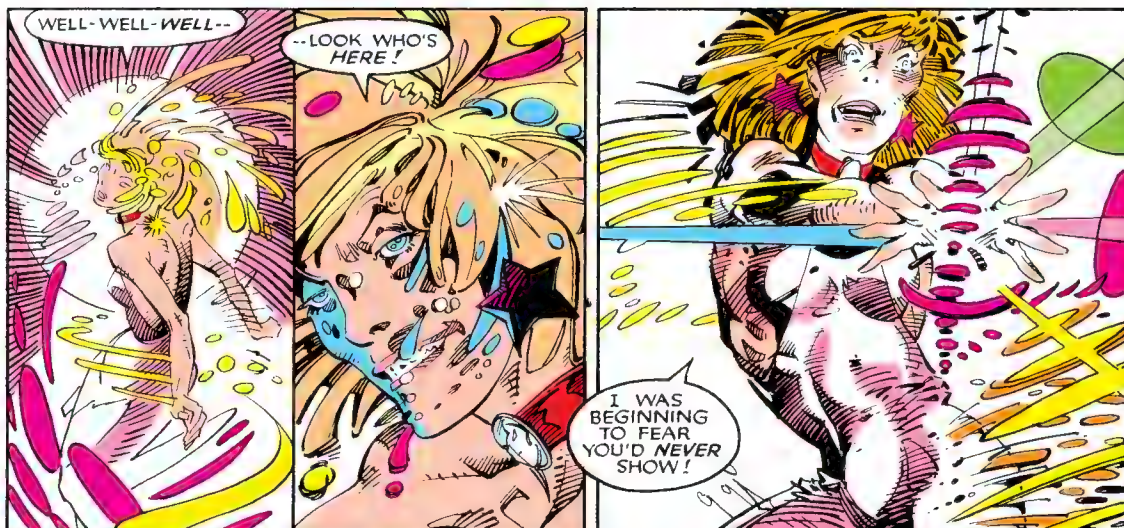
AH DIDN'T THINK DAZZLER HAD IT IN HER.

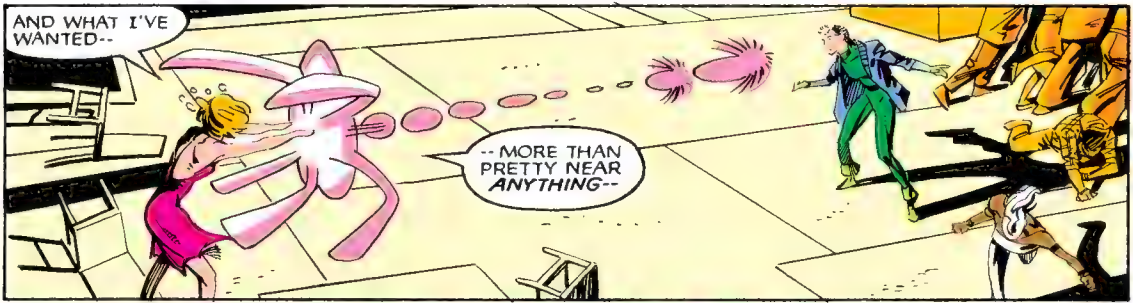
PEOPLE CHANGE, KID. WHY'RE WE HERE, STORM? ALISON'S AN ADULT-- IF SHE'S TIRED OF HIDIN' OUT, IT'S HER CHOICE.

PERHAPS. BUT WE OWE HER AT LEAST A WARNING ABOUT THE MARAUDERS.

SHE IS A MUTANT-- AND WAS ONCE ASSOCIATED WITH THE X-MEN. IN THEIR EYES, THAT MAY MAKE HER A TARGET.







AND WHAT I'VE WANTED--

-- MORE THAN PRETTY NEAR ANYTHING--

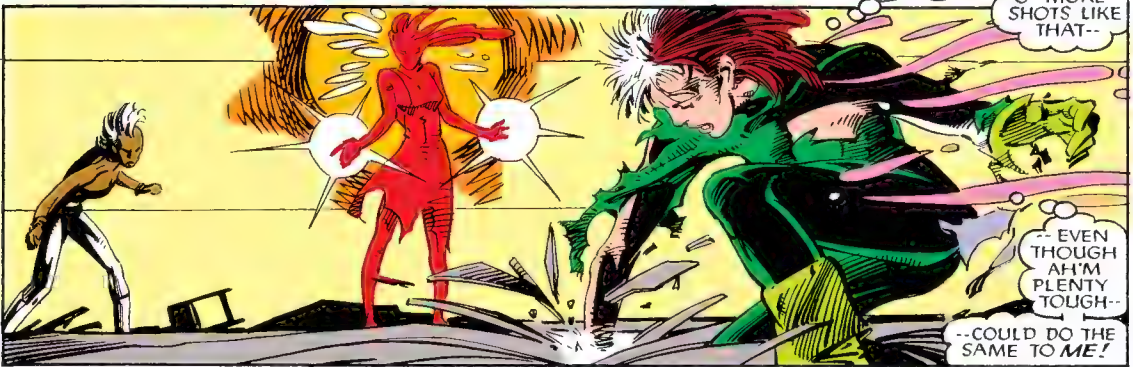


-- IS TO PAY YOU BACK IN KIND!

LASER BOLT!

MADE A ROYAL MESS O' MY OUTFIT.

COUPLE O' MORE SHOTS LIKE THAT--



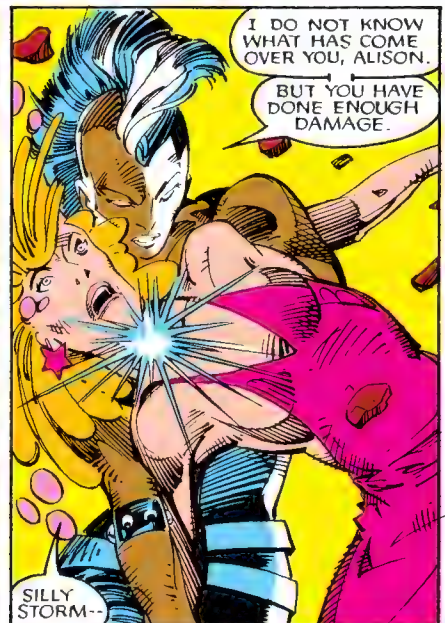
-- EVEN THOUGH AH'M PLENTY TOUGH--

-- COULD DO THE SAME TO ME!



SO AH BETTER NOT GIVE HER THE CHANCE!

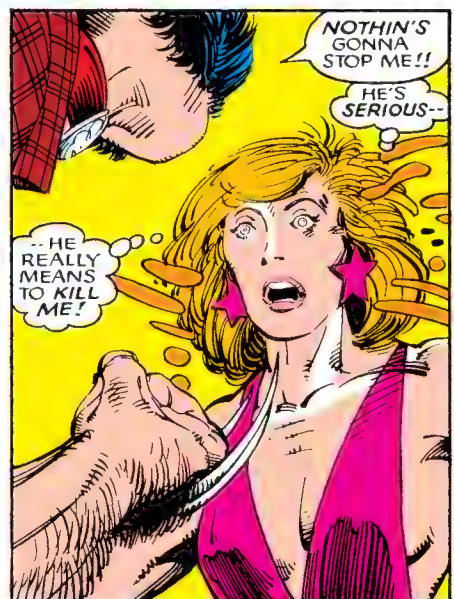
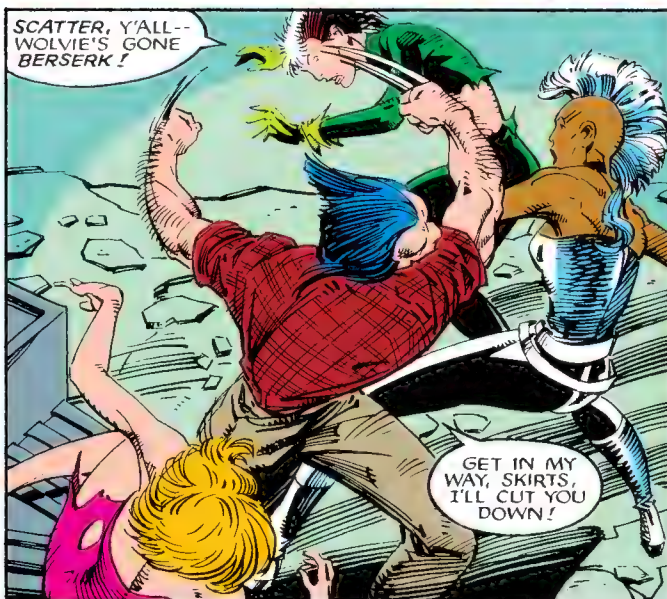
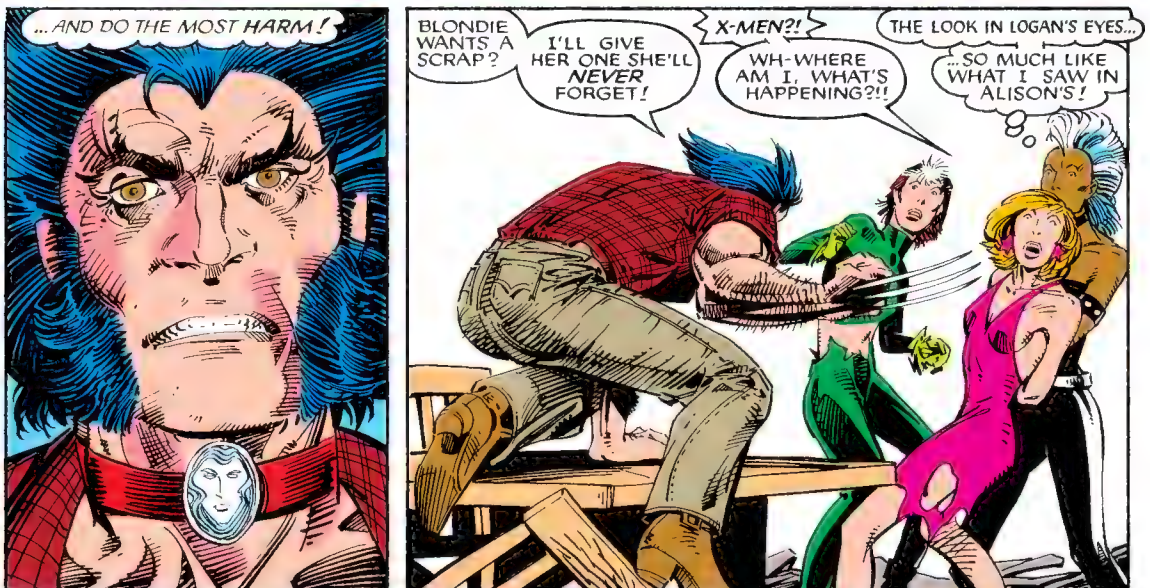
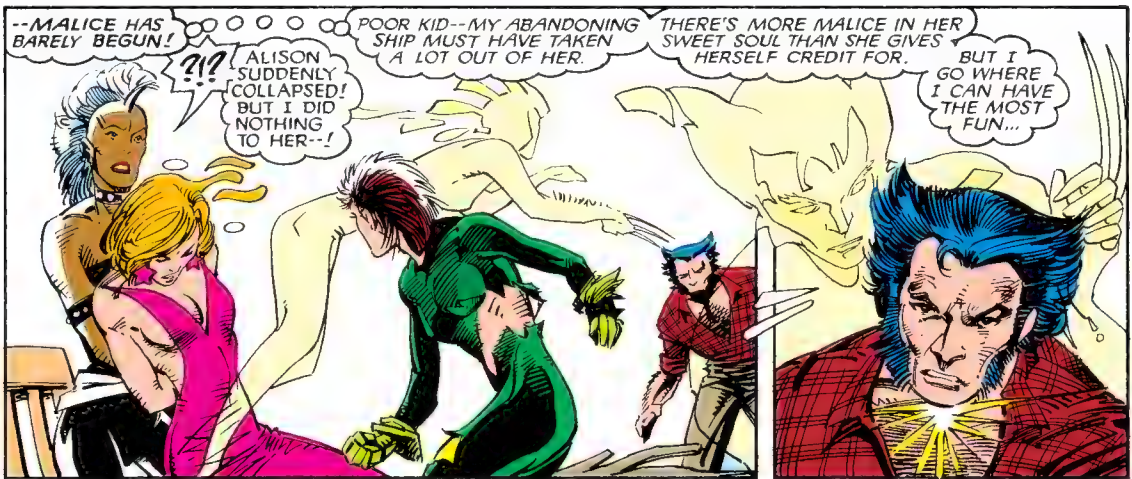
RAKOW!



I DO NOT KNOW WHAT HAS COME OVER YOU, ALISON.

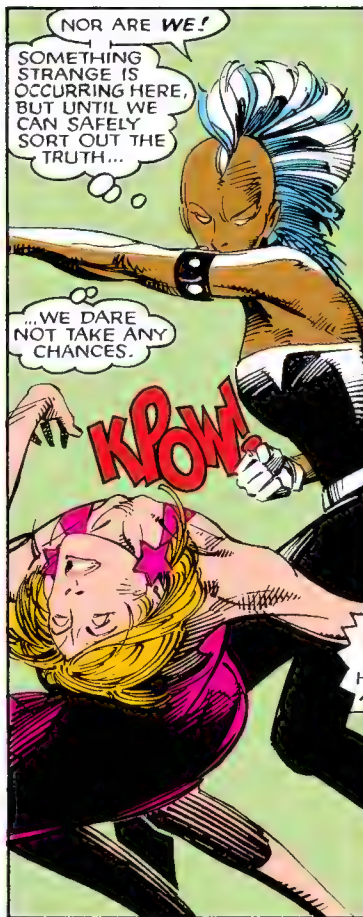
BUT YOU HAVE DONE ENOUGH DAMAGE.

SILLY STORM--





I'M NOT THAT EASY, MISTER!



NOR ARE WE!

SOMETHING STRANGE IS OCCURRING HERE, BUT UNTIL WE CAN SAFELY SORT OUT THE TRUTH...

...WE DARE NOT TAKE ANY CHANCES.

KPOW!



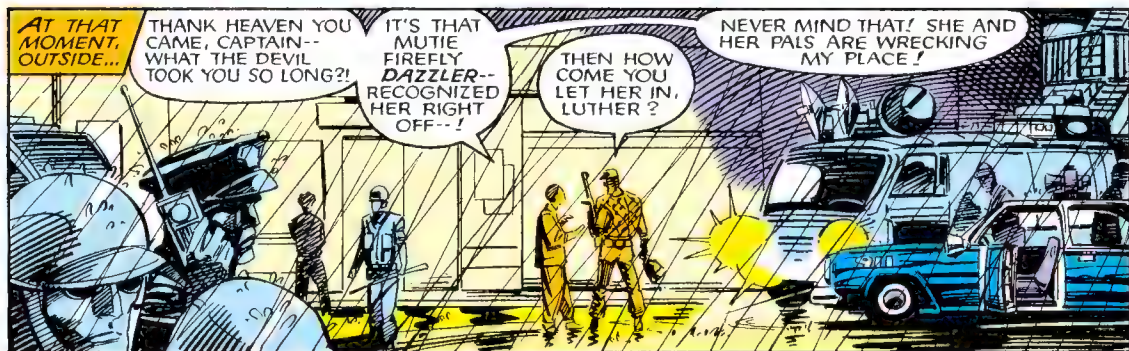
STORM-- MULTIPLE THOUGHT PATTERNS, CONVERGING ON THIS CLUB-- THE POLICE!

AH. THINK WOLVIE'S OKAY, BOSS. JUST STUNNED, IS ALL.

WONDER WHAT MADE HIM GO SO CRAZY-- HEY?!

WHAT'S THIS 'ROUND HIS NECK??

ROGUE DON'T TOUCH HIM! GET AWAY!!



AT THAT MOMENT, OUTSIDE...

THANK HEAVEN YOU CAME, CAPTAIN-- WHAT THE DEVIL TOOK YOU SO LONG?!

IT'S THAT MUTIE FIREFLY DAZZLER-- RECOGNIZED HER RIGHT OFF--!

THEN HOW COME YOU LET HER IN, LUTHER?

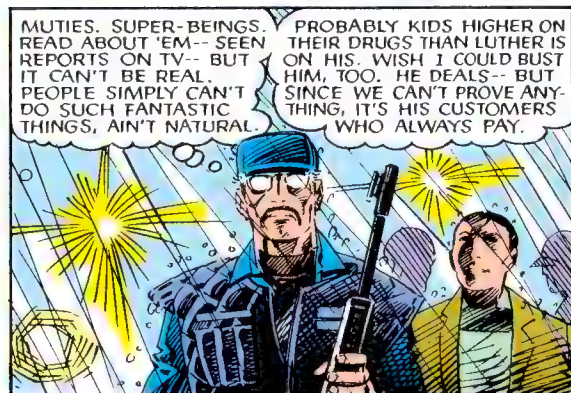
NEVER MIND THAT! SHE AND HER PALS ARE WRECKING MY PLACE!



YOU GOTTA DO SOMETHING!

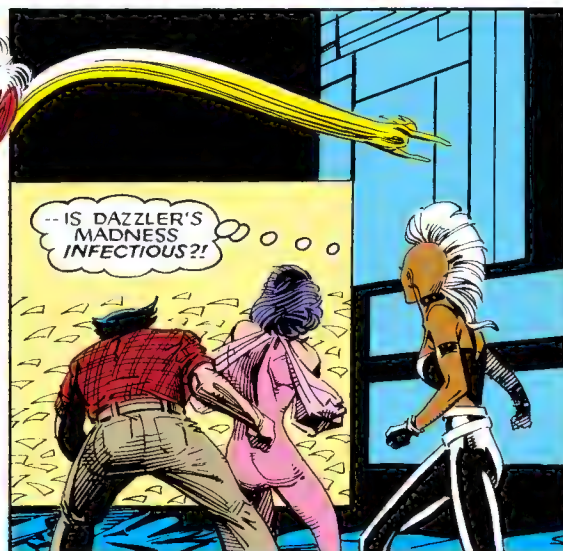
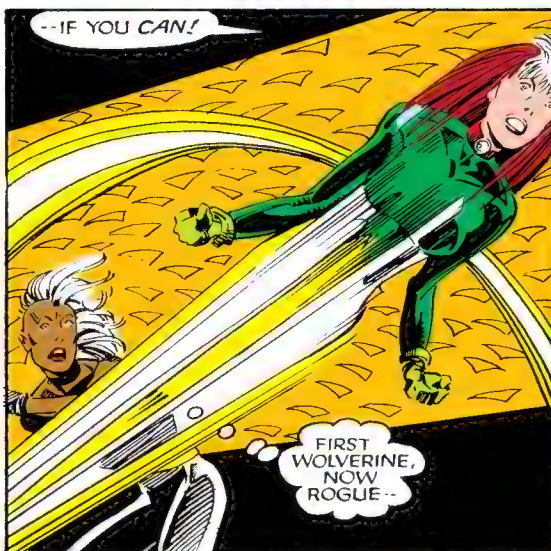
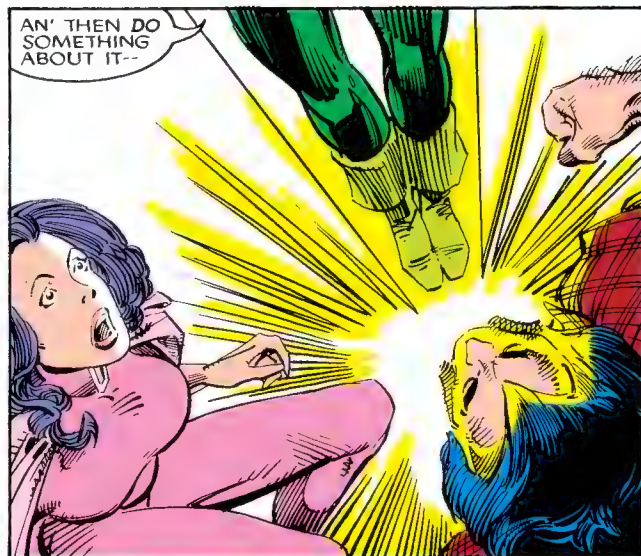
SERGEANT, DEPLOY THE MEN, SECURE THE AREA.

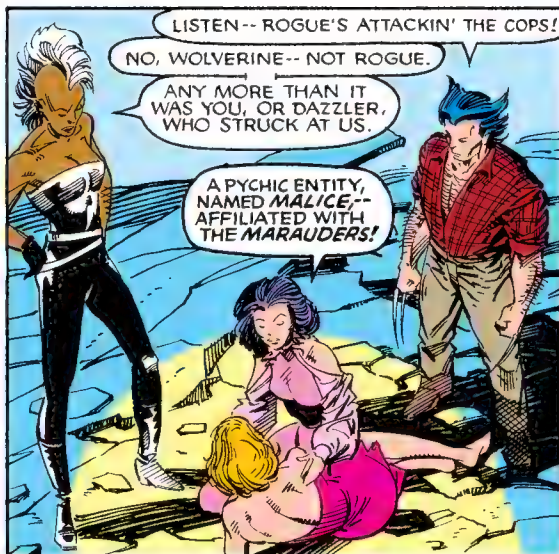
KEEP CIVILIANS-- AND ESPECIALLY THE PRESS-- WELL BACK.



MUTIES. SUPER-BEINGS. READ ABOUT 'EM-- SEEN REPORTS ON TV-- BUT IT CAN'T BE REAL. PEOPLE SIMPLY CAN'T DO SUCH FANTASTIC THINGS, AIN'T NATURAL.

PROBABLY KIDS HIGHER ON THEIR DRUGS THAN LUTHER IS ON HIS. WISH I COULD BUST HIM, TOO. HE DEALS-- BUT SINCE WE CAN'T PROVE ANYTHING, IT'S HIS CUSTOMERS WHO ALWAYS PAY.

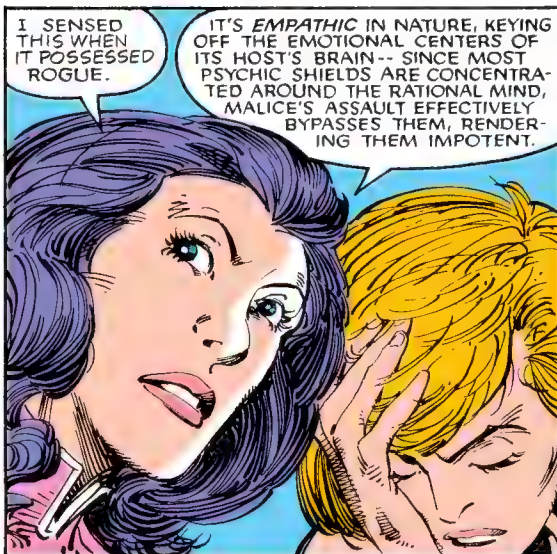




LISTEN-- ROGUE'S ATTACKIN' THE COPS!
NO, WOLVERINE-- NOT ROGUE.

ANY MORE THAN IT WAS YOU, OR DAZZLER, WHO STRUCK AT US.

A PSYCHIC ENTITY, NAMED **MALICE**-- AFFILIATED WITH THE **MARAUDERS**!



I SENSED THIS WHEN IT POSSESSED ROGUE.

IT'S **EMPATHIC** IN NATURE, KEYING OFF THE EMOTIONAL CENTERS OF ITS HOST'S BRAIN-- SINCE MOST PSYCHIC SHIELDS ARE CONCENTRATED AROUND THE RATIONAL MIND, MALICE'S ASSAULT EFFECTIVELY BYPASSES THEM, RENDERING THEM IMPOTENT.



THE CREATURE'S ACTIONS BESPEAK ITS TRUE NATURE.

IT EVIDENTLY THRIVES ON VIOLENCE.

AND OUR ONLY CLUE AS TO ITS VICTIM SEEMS TO BE THE **CHOKER** THAT APPEARED ON EACH OF YOU WHEN YOU LOST CONTROL.

YOU ARE OUR **TELEPATH**, PSYLOCKE--



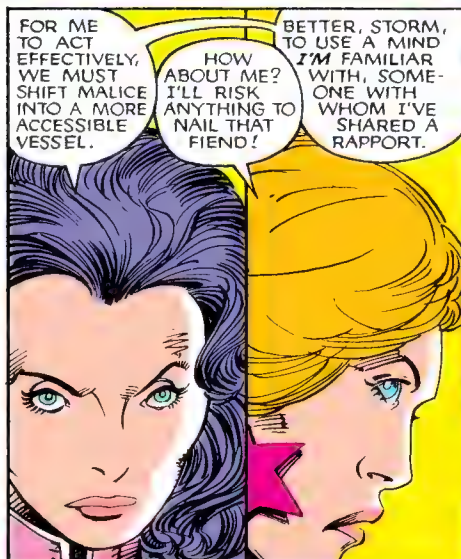
--CAN YOU DEAL WITH MALICE?

NOT WHILE IT SHARES ROGUE'S CONSCIOUSNESS. HER MIND IS VIRTUALLY IMPOSSIBLE TO PROBE, EVEN WHEN SHE'S COOPERATING.

THIS THING MADE ME...

... ITS SLAVE...

... ITS TOY!



FOR ME TO ACT EFFECTIVELY, WE MUST SHIFT MALICE INTO A MORE ACCESSIBLE VESSEL.

HOW ABOUT ME? I'LL RISK ANYTHING TO NAIL THAT FIEND!

BETTER, STORM, TO USE A MIND I'M FAMILIAR WITH, SOMEONE WITH WHOM I'VE SHARED A RAPPORT.



SOMEONE, PERHAPS, YOU **TRUST**?

MALICE KNOWS YOU TOO WELL, DAZZLER. THAT MAKES THE RISK TOO GREAT.

I SHALL BE THE BAIT.

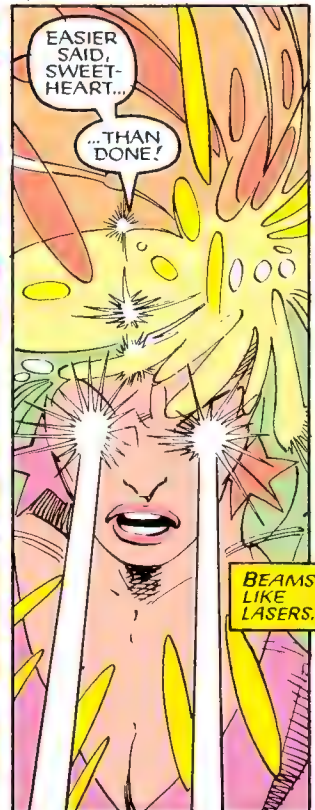


AND IF THIS PLAN FAILS...

DON'T WORRY, DARLIN'.

MALICE WON'T GET AWAY.

SOME FUN-- eh, FELLAS?!



... SO INTENSE ROGUE CAN'T BLOCK THEM OUT, MOMENTARILY OVERWHELM HER SENSES...

... AND TOTALLY PARALYZE HER!

WHOMEVER--
WHATEVER--
YOU ARE, MALICE,
YOU'RE
FINISHED!

YOU'LL NEVER
GET YOUR HOOKS
INTO ME--
OR ANYONE
ELSE-- AGAIN!

PSYLOCKE--
TAKE HER!

BE READY,
STORM, I
SENSE A VAGUE
SHIMMER OF
PSYCHIC ENERGY
--ELUSIVE AS
QUICKSILVER--

-- MALICE
IS MAKING
HER MOVE!

SUFFER,
HEAD-
BUSTER!

THAT'S AS
CLOSE TO ME
AS YOU'LL
EVER COME!

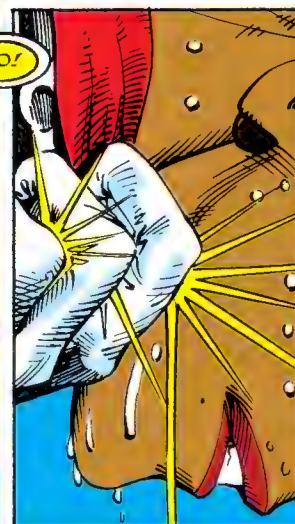
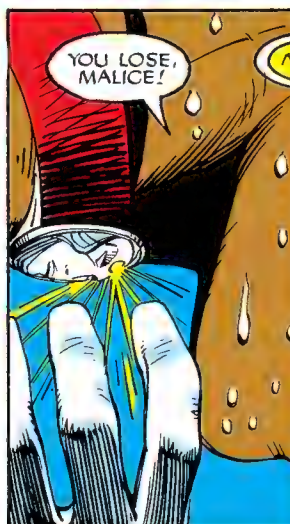
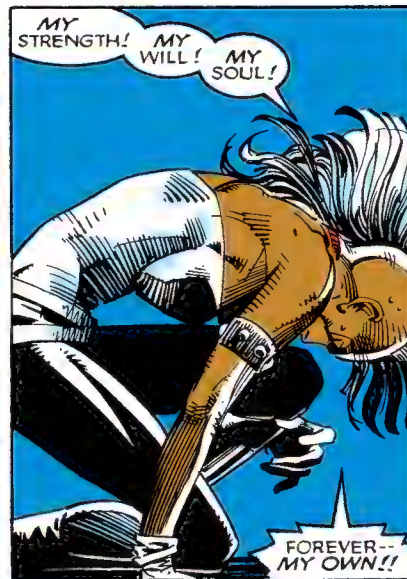
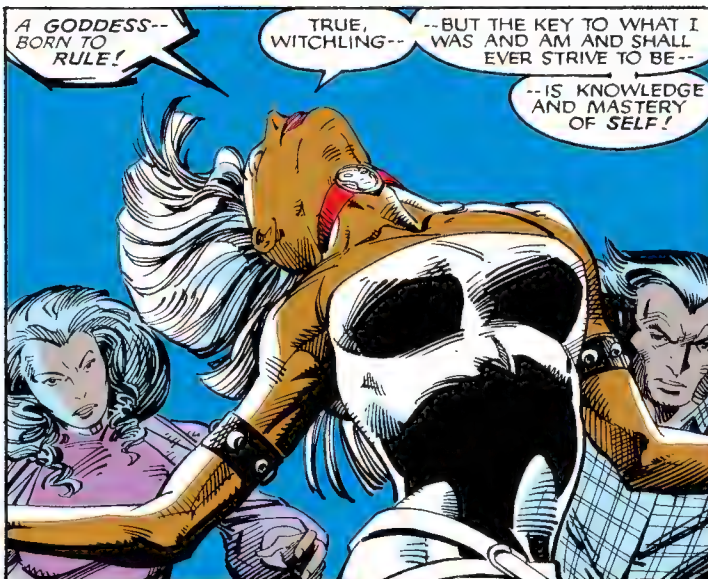
HAVEN'T ENJOYED
MYSELF SO MUCH
IN AGES!

I MAY
NEVER
LEAVE
YOU
CHUMPS.
AND NOW,
FOR THE
PIECE DE
RESISTANCE.

CAN'T
WAIT TO
SEE...

...WHAT
YOUR
BOSS-
LADY
"TASTES"
LIKE.

EVEN WITHOUT
HER ELEMENTAL
POWERS, STORM'S
LIKE A FORCE
OF NATURE.



LATER... ... POLICE CONTINUE THEIR SEARCH-- THUS FAR UNSUCCESSFUL-- FOR THE MUTANT BAND RESPONSIBLE FOR TONIGHT'S OUTRAGE, IDENTIFIED BY ONE OF ITS OWN MEMBERS...

... AS THE X-MEN. HE'S WRONG. IF ANYONE'S TO BLAME, IT'S ME. AND WHAT WOULD THAT ACCOMPLISH-- BEYOND POSSIBLY FEEDING A STAR'S NATURAL MARTYR COMPLEX? DO YOU STILL YEARN SO DESPERATELY FOR THE SPOTLIGHT, ALISON?

I'M GOING TO TURN MYSELF IN-- AND, SOMEHOW, CLEAR YOUR NAME!

THAT ISN'T FAIR, STORM. WHAT OCCURED TONIGHT WAS NOT YOUR FAULT. YOU WERE POSSESSED BY MALICE. YOU ARE INNOCENT, DAZZLER-- WE SIMPLY CANNOT PROVE IT.

WHAT'S THIS ALL ABOUT?! YOU SAY MALICE IS HOOKED UP WITH THIS OUTFIT CALLED THE MARAUDERS--

-- WHY THE HECK PICK ON ME?!

YOU HAVE CONSIDERABLE POWER, AND YOU ARE OUR FRIEND.

YOU WERE MALICE'S MEANS TO GET TO US.

AND I DID A PRETTY GOOD JOB OF IT, TOO. IN THE EYES OF THE LAW, STORM, THE X-MEN HAVE JUST BECOME WANTON CRIMINALS-- YOUR REPUTATION COMPLETELY DISCREDITED!

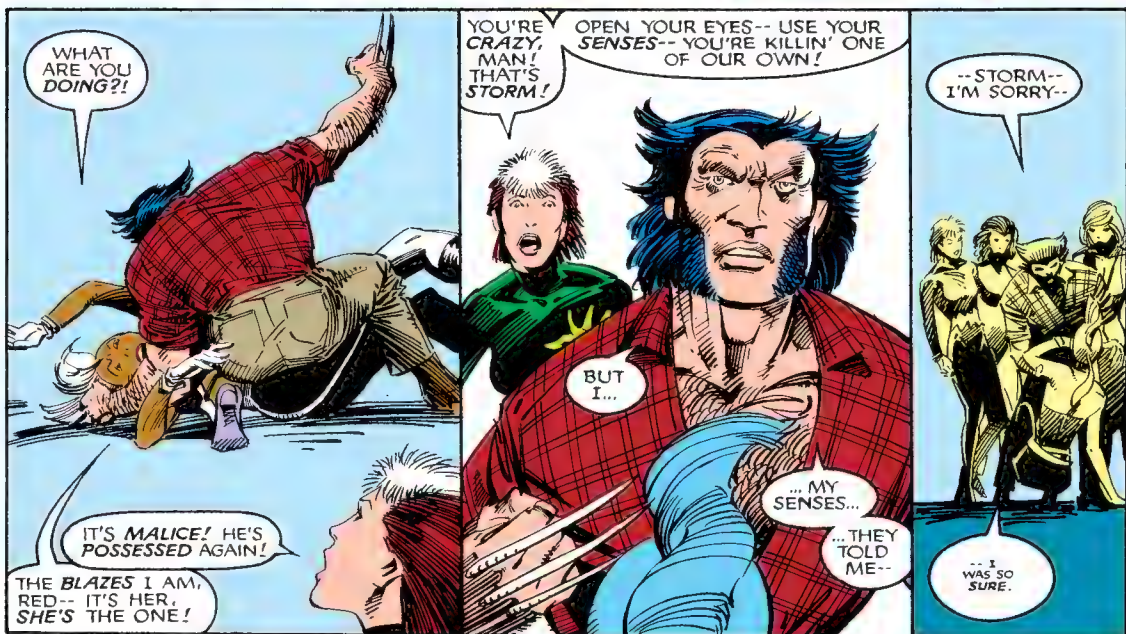
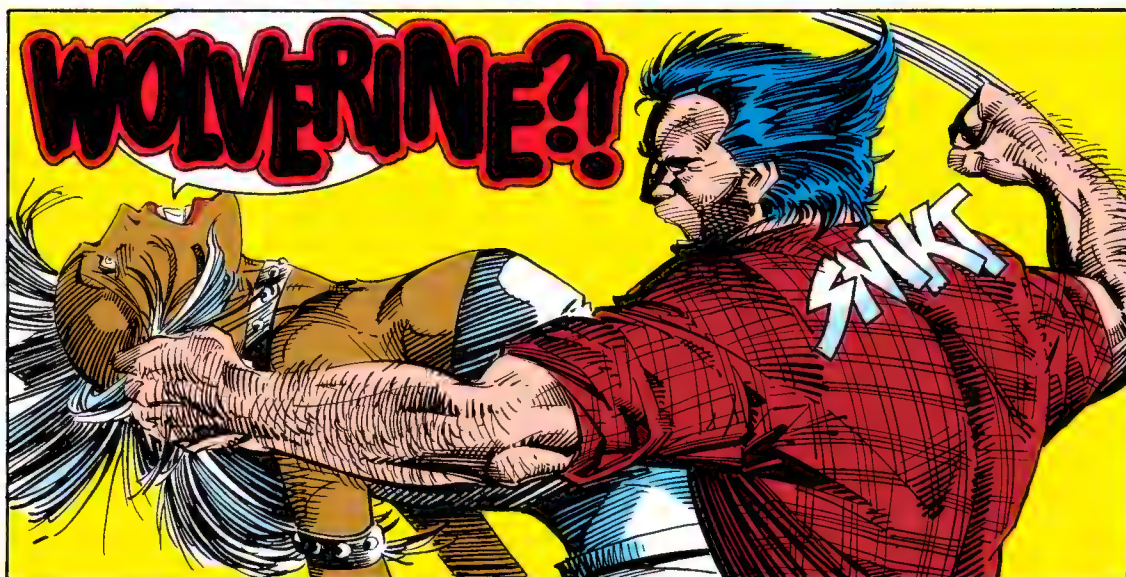
WE SHALL SURVIVE.

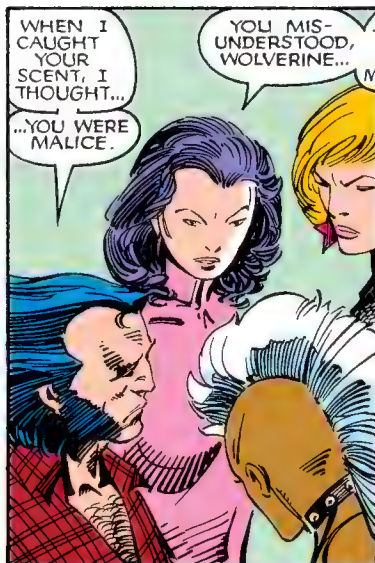
BUT-- WILL I?

NOT ALONE, ALI.

I KNOW THIS IS NOT THE LIFE YOU WANTED, BUT AT LEAST AMONG THE X-MEN YOU WILL HAVE A CHANCE. BY YOURSELF, YOU HAVE NONE.

AFTER ALL THAT'S HAPPENED, YOU'D STILL ACCEPT ME?





WHEN I
CAUGHT
YOUR
SCENT, I
THOUGHT...
...YOU WERE
MALICE.

YOU MIS-
UNDERSTOOD,
WOLVERINE...

...STORM'S OWN
STRENGTH OF
COMMAND FOR
MALICE'S INFLUENCE.

HOW DO WE
KNOW YOU'RE
CLEAN, MIND-
READER?

TRUST ME--
THERE IS NO
TRACE OF MALICE
IN EITHER OF
YOUR CONSCIOUS-
NESSES.

WHO VOUCHES
FOR THE TEAM
TELEPATH, huh?



MAYBE SOME
THINGS, DAZZ,
HAVE TO BE
TAKEN ON
FAITH.



THAT'S
ASKING
A LOT.

IF WE CAN'T
TRUST
OURSELVES
ANYMORE...

...THEN THE TIME'S
COME TO PACK
THINGS UP AN' GO
OUR SEPARATE
WAYS--

-- BECAUSE, IN
ALL THE WAYS
THAT REALLY
MATTER...

...THE
X-MEN ARE
THROUGH.

NOT YET,
WOLVERINE.

NOT
WITHOUT A
FIGHT.



BOLD, BRAVE
WORDS, STORM.

BUT WOLVIE'S
RING TRUER.

TRUST
SPRINGS
FROM THE
HEART.

BUT IF THAT
HEART'S BEEN
TOUCHED AN' TAINTED
WITH MALICE...



... ALL THE TALK, ALL THE ARGU-
MENTS, ALL THE CONVINCING IN
THE WORLD WON'T HEAL THE
WOUND, OR PUT THINGS
RIGHT AGAIN.



FACE FACTS,
STORM. YOU'VE
LOST.

I
WON!

NEXT: **OLD SOLDIERS**

MARVEL
25TH
ANNIVERSARY



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APPROVED
BY THE
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THE UNCANNY **X-MEN**

INTRODUCING--
STONEWALL!



**SUPER
SABRE!**

AND
**CRIMSON
COMMANDO!**

ANDERSON DG.

I DREAM.
I REMEMBER.
I LIVE.

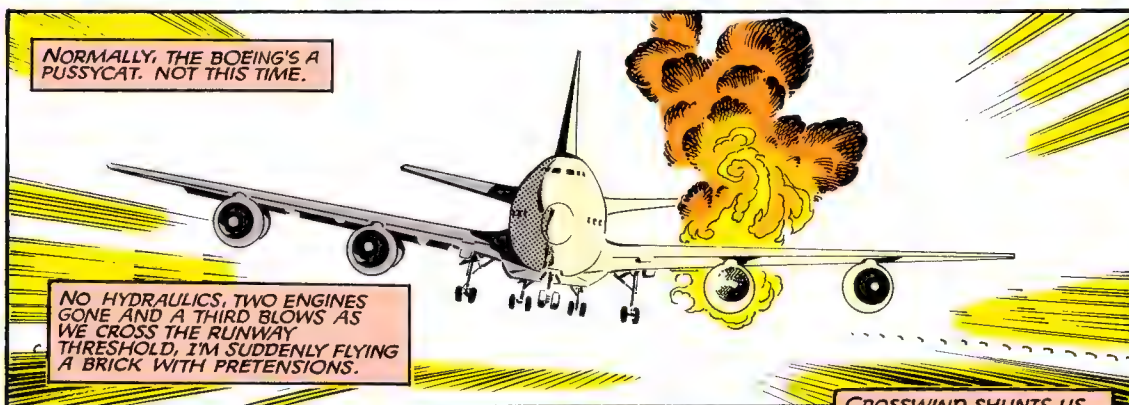
SAN FRANCISCO INTERNATIONAL
AIRPORT, GATEWAY TO THE PACIFIC.

APPROACH IS A REAL TERROR--
OVER MOUNTAINS, THEN THE BAY,
LOTS OF TRICKY WINDS AND CITIES
ALL OVER THE PLACE. A NIGHT LANDING
DOESN'T MAKE THINGS ANY EASIER.

AIRCRAFT'S A 747-200B. SEVENTY
METERS NOSE TO TAIL, 60 WINGTIP
TO WINGTIP. WEIGHS IN AT 375 TONS.
COCKPIT STANDS OVER FOUR STORIES
ABOVE THE GROUND.

FULL LOAD--
387 PASSENGERS,
16 CREW MEMBERS.
SO MANY LIVES...

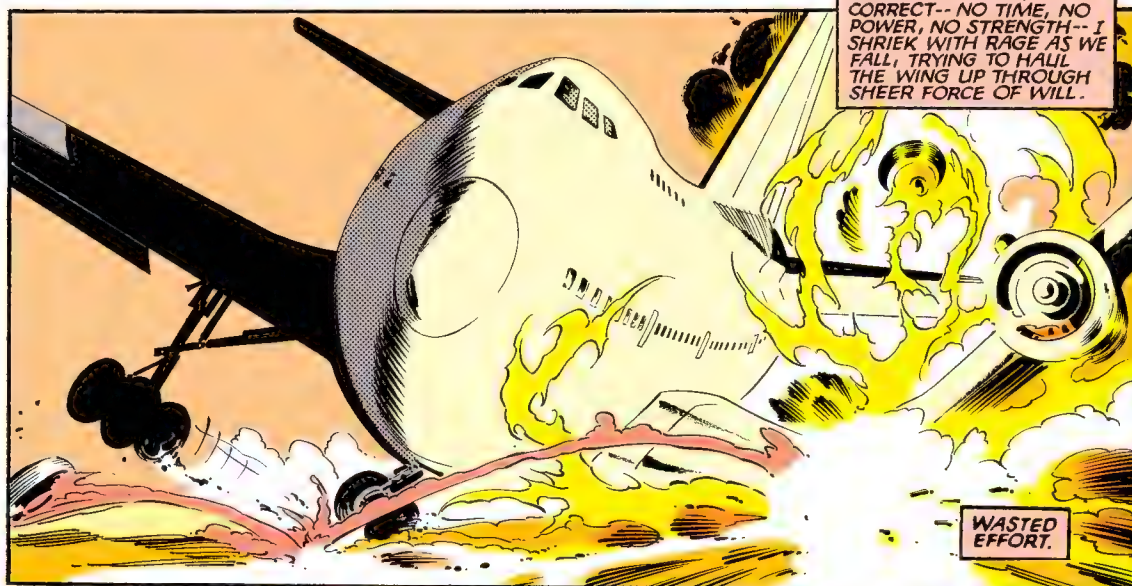
...IN MY HANDS.



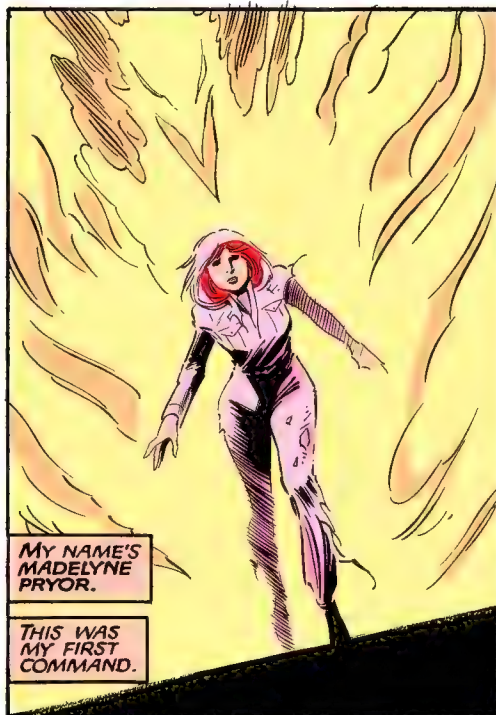
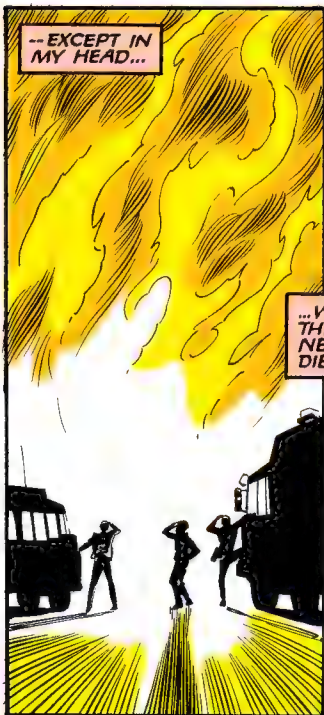
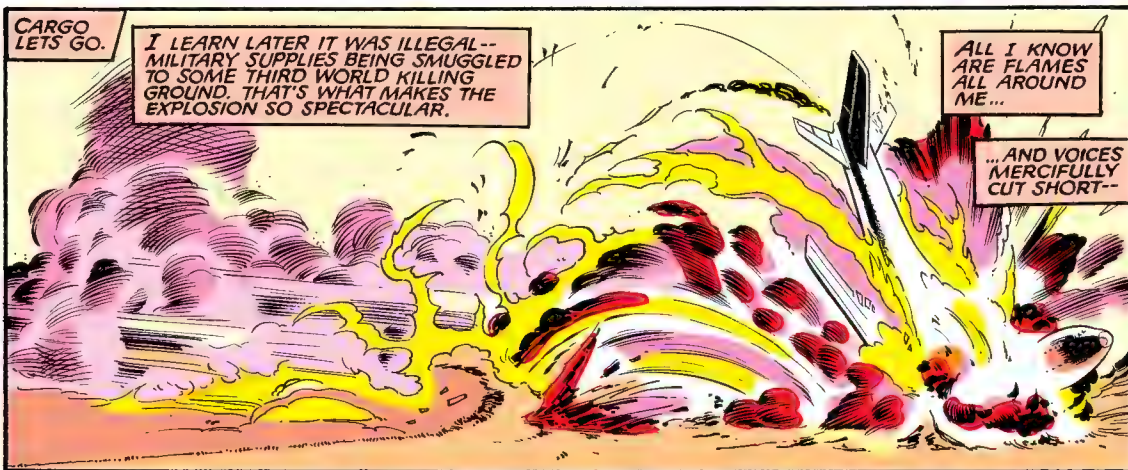
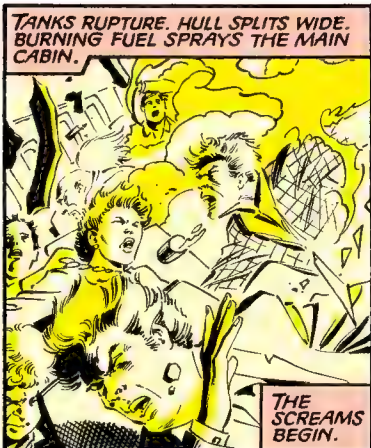
NORMALLY, THE BOEING'S A
PUSSYCAT. NOT THIS TIME.

NO HYDRAULICS, TWO ENGINES
GONE AND A THIRD BLOWS AS
WE CROSS THE RUNWAY
THRESHOLD, I'M SUDDENLY FLYING
A BRICK WITH PRETENSIONS.

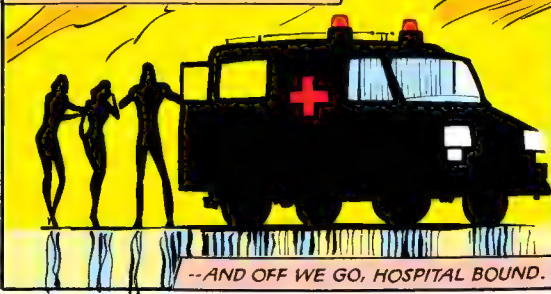
CROSSWIND SHUNTS US
SIDWAYS-- I TRY TO
CORRECT-- NO TIME, NO
POWER, NO STRENGTH-- I
SHRIEK WITH RAGE AS WE
FALL, TRYING TO HAUL
THE WING UP THROUGH
SHEER FORCE OF WILL.



WASTED
EFFORT.



PARAMEDICS TAKE ME IN HAND--
AS SURPRISED AS I AM TO
DISCOVER HOW LITTLE I'M HURT--



--AND OFF WE GO, HOSPITAL BOUND.

I CLOSE MY EYES, BUT THE FLAMES DANCE IN MY
MIND, BRIGHTER AND FIERCER THAN THEY HAD
IN REALITY, FORMING CRAZY PATTERNS, SINGING A
MAD SONG, A BIRD MADE OF STARS, RISING FOREVER
FROM ITS' ASHES.

I SHOVE IT AWAY.

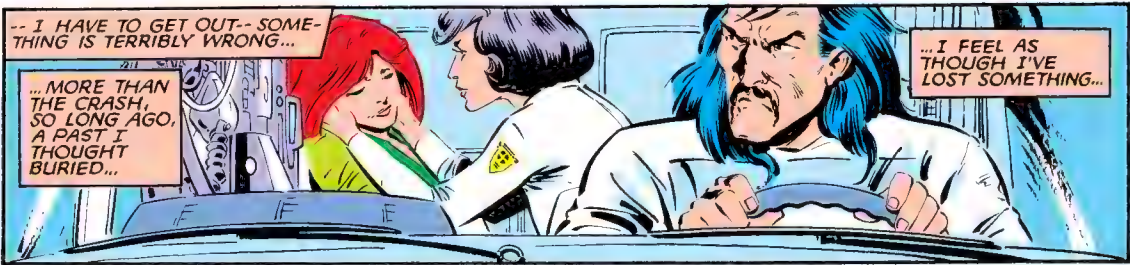
I CAN'T RELAX.
I KEEP
STRUGGLING--



-- I HAVE TO GET OUT-- SOMETHING
IS TERRIBLY WRONG...

... MORE THAN
THE CRASH,
SO LONG AGO,
A PAST I
THOUGHT
BURIED...

... I FEEL AS
THOUGH I'VE
LOST SOMETHING...



... TERRIBLY,
INFINITELY,
IRREPLACEABLY
PRECIOUS.

MY
BABY!
WHERE'S
MY BABY?!



WHAT HAVE
YOU DONE
WITH MY
SON?!!

SCALP--
SHE'S
AWAKE!

WAK!

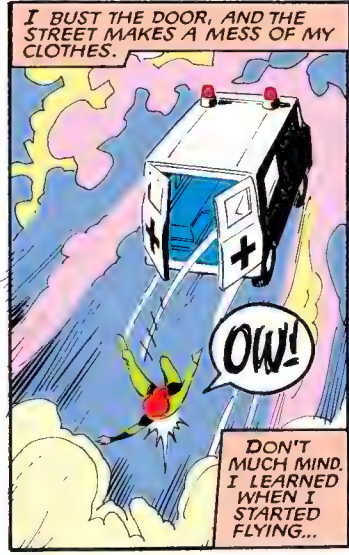
GNNGNH!



I BUST THE DOOR, AND THE
STREET MAKES A MESS OF MY
CLOTHES.

OW!

DON'T
MUCH MIND.
I LEARNED
WHEN I
STARTED
FLYING...



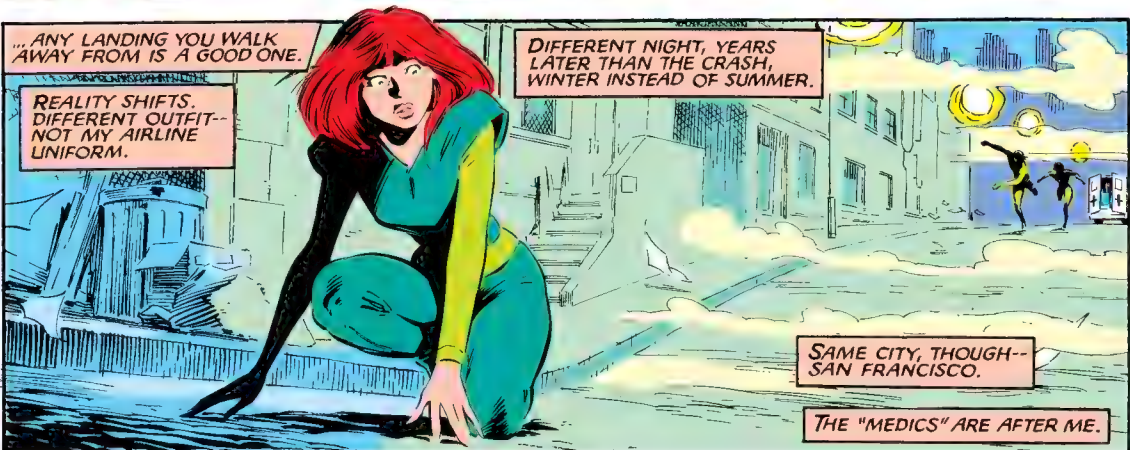
... ANY LANDING YOU WALK
AWAY FROM IS A GOOD ONE.

REALITY SHIFTS.
DIFFERENT OUTFIT--
NOT MY AIRLINE
UNIFORM.

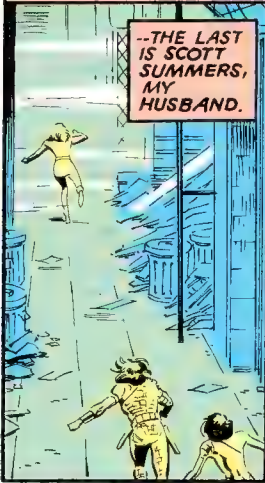
DIFFERENT NIGHT, YEARS
LATER THAN THE CRASH,
WINTER INSTEAD OF SUMMER.

SAME CITY, THOUGH--
SAN FRANCISCO.

THE "MEDICS" ARE AFTER ME.

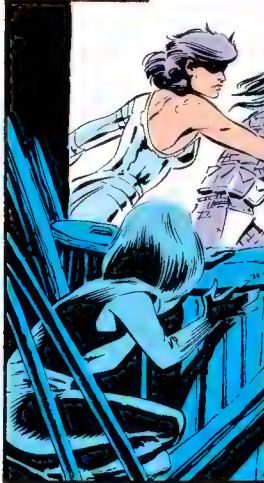


NAMES POP INTO MY HEAD: ARCLIGHT... SCALPHUNTER... CYCLOPS--



--THE LAST IS SCOTT SUMMERS, MY HUSBAND.

WHY ISN'T HE HERE, BY MY SIDE, WHEN I NEED HIM MOST?!



IT'S BECAUSE OF HIM, THOSE MARAUDERS SAID, THEY GRABBED ME AND MY SON.

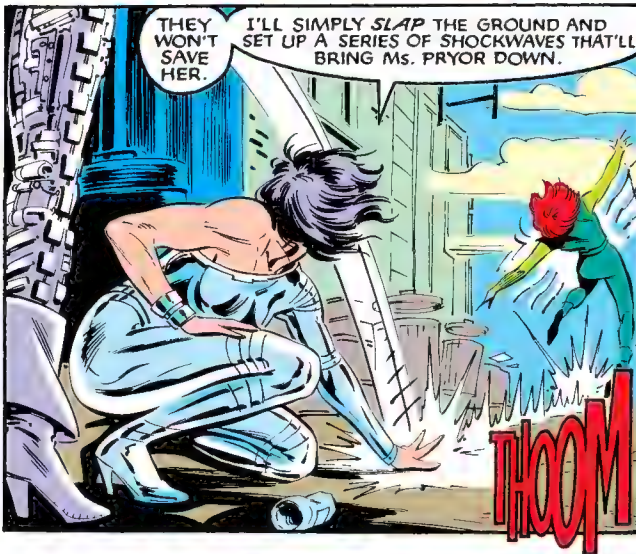


THEY WON'T KEEP EITHER OF US.



THEY WON'T SAVE HER.

I'LL SIMPLY SLAP THE GROUND AND SET UP A SERIES OF SHOCKWAVES THAT'LL BRING MS. PRYOR DOWN.



VERY NICE, ARCLIGHT.



AND IT'LL BE SCALPHUNTER'S PLEASURE...

...TO FINISH THE JOB!



STAN LEE
PRESENTS:

OLD SOLDIERS

PROFESSOR
XAVIER'S
SCHOOL FOR
GIFTED
YOUNGSTERS--
SALEM CENTER,
NEW YORK...



LAST ONE,
STORM!

ONCE COLOSSUS
IS LOADED
ABOARD, WE'LL BE
READY TO GO!

I AM
MONITORING
COLOSSUS'S
THOUGHTS, STORM.
THUS FAR, ALL
IS WELL.

THANK YOU,
PSYLOCKE.

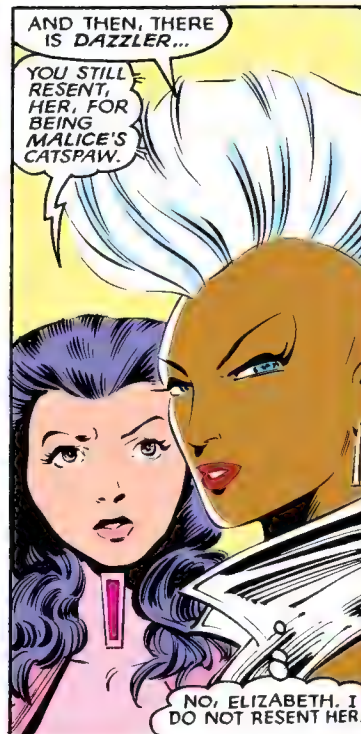
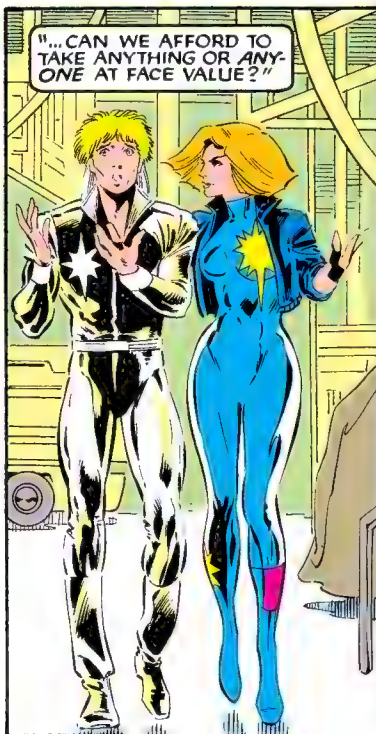
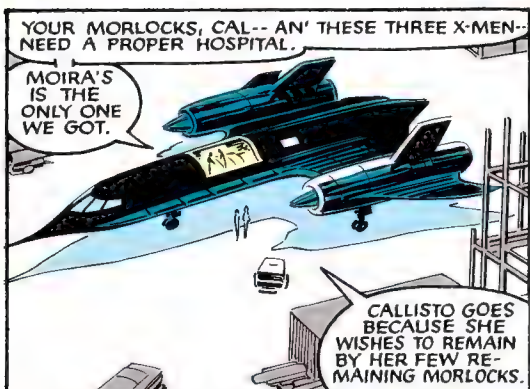
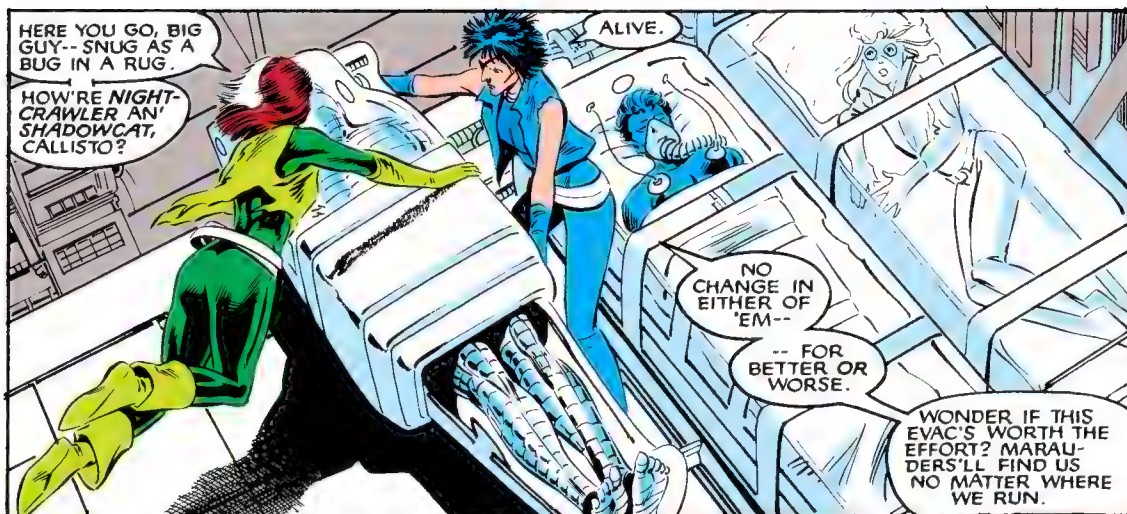
DO YOU
THINK IT'S WISE,
ORORO, TO SPLIT
THE X-MEN'S
FORCES--ESPECIALLY
WITH THE
MARAUDERS
LIABLE TO
ATTACK AGAIN
AT ANY TIME?

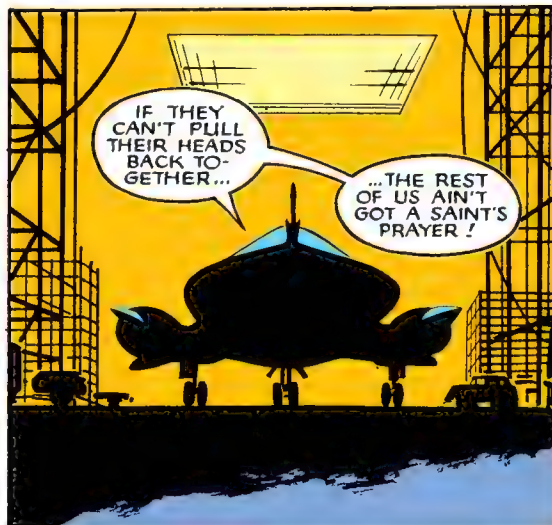
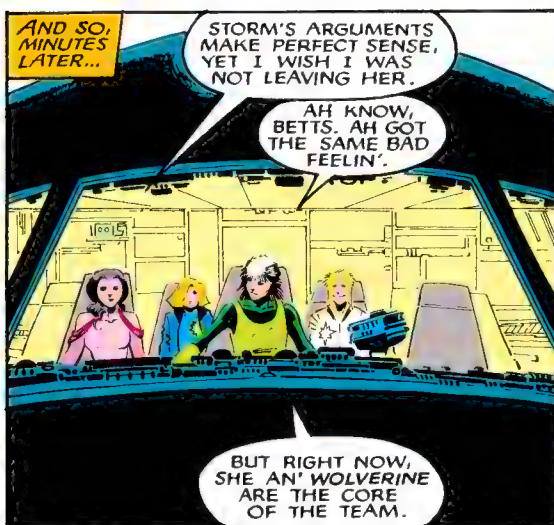
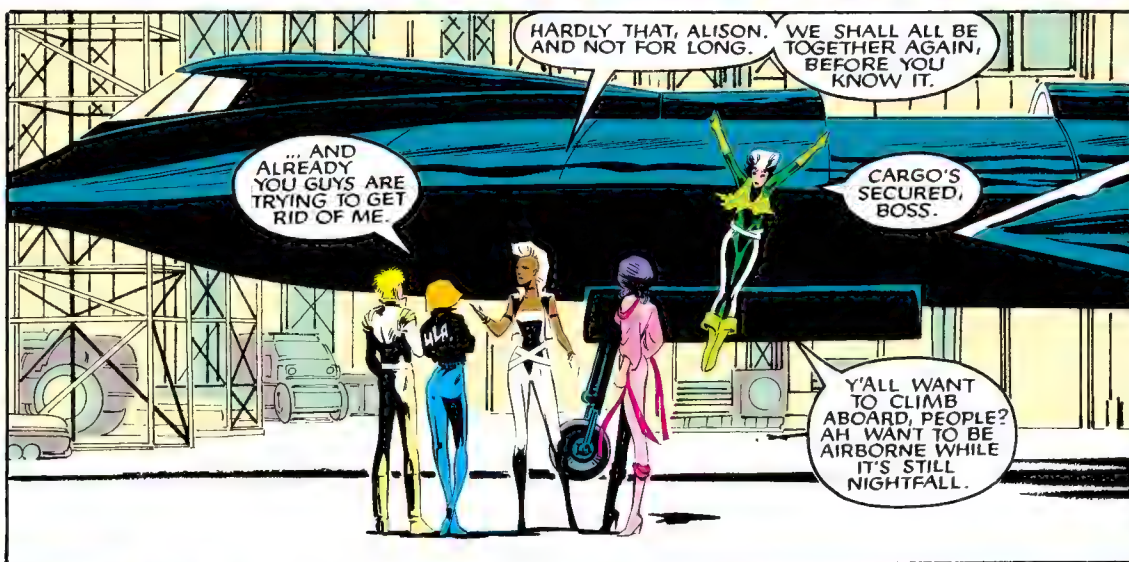
CHRIS
CLAREMONT
WRITER
ALAN DAVIS
GUEST PENCILER
DAN GREEN, INKER
TOM ORZECOWSKI, LETTERER
GLYNIS OLIVER, COLORIST
ANN NOCENTI
EDITOR
JIM SHOOTER
CHIEF

THAT,
ELIZABETH, IS
PRECISELY WHY
WE MUST.

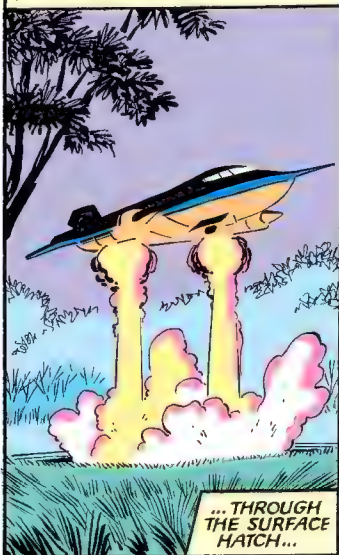
OUR WOUNDED
WILL BE SAFER
AT MOIRA Mac-
TAGGART'S MUTANT
RESEARCH FACILITY IN SCOT-
LAND. I WANT YOUR GROUP
TO ESCORT THEM THERE.





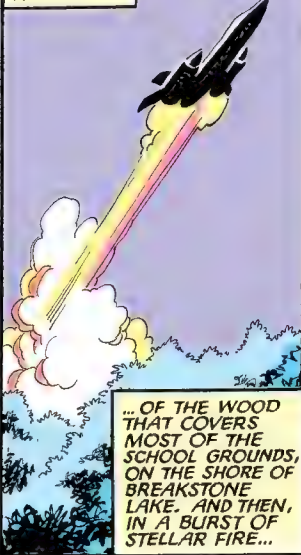


SILENT AS THE WIND, THE X-MEN'S
HYPERSONIC AIRCRAFT RISES
FROM ITS UNDERGROUND HANGAR...



... THROUGH
THE SURFACE
HATCH...

... HIDDEN
DEEP IN THE
HEART...



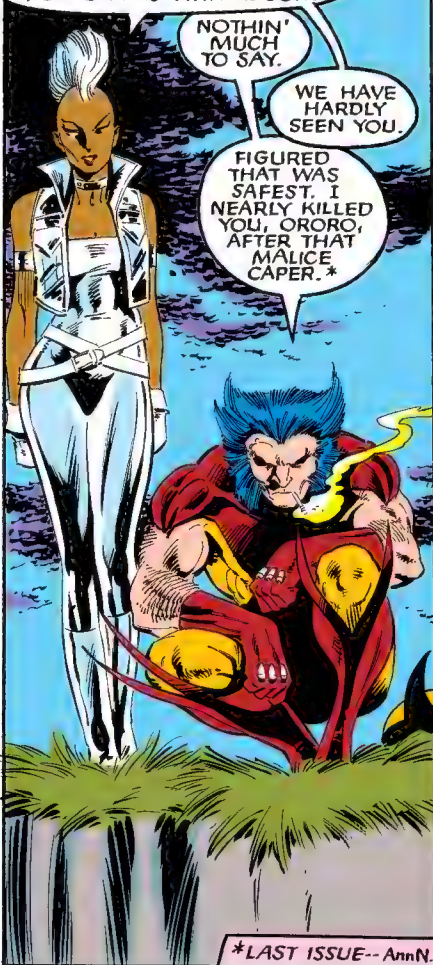
... OF THE WOOD
THAT COVERS
MOST OF THE
SCHOOL GROUNDS,
ON THE SHORE OF
BREAKSTONE
LAKE. AND THEN,
IN A BURST OF
STELLAR FIRE...

... IT IS GONE.



A SHOOTING STAR
IN REVERSE,
STREAKING FOR THE
ROOF OF EARTH'S
ATMOSPHERE-- IN
A GREAT PARA-
BOLIC ARC THAT
WILL BRING IT TO
ITS DESTINATION
WITHIN THE HOUR.

YOU HAVE NOT SPOKEN,
WOLVERINE, SINCE WE RETURNED
FROM DALLAS WITH ALISON.



NOTHIN'
MUCH TO SAY.

WE HAVE
HARDLY
SEEN YOU.

FIGURED
THAT WAS
SAFEST. I
NEARLY KILLED
YOU, ORORO,
AFTER THAT
MALICE
CAPER.*

*LAST ISSUE-- AnnN.

THAT WAS NOT
YOUR FAULT.



SO
YOU
SAY.

LOGAN, I HAVE
A JOB TO DO UP-
STATE. I WILL GO
ALONE, IF I MUST--
BUT I PREFER
HAVING SOMEONE
TO COVER MY
BACK.



THERE IS
NO ONE I
TRUST
MORE THAN
YOU.



LET'S
GO,
THEN.



SAME MOMENT,
THREE TIME
ZONES DISTANT
ACROSS THE
CONTINENT...



I NEVER WORKED WITH
A LIVING LEGEND
BEFORE, DOCTOR.

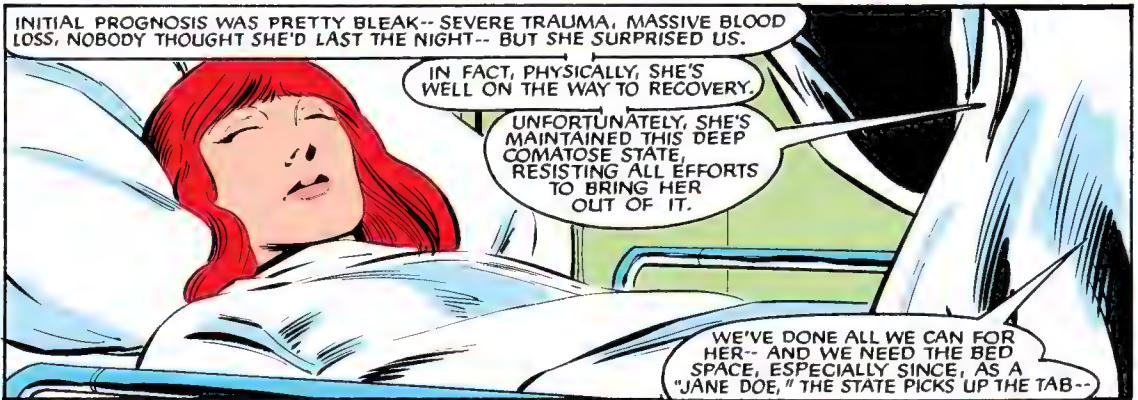
SAN FRANCISCO
GENERAL
HOSPITAL



FLATTERER.
I LOVE IT!

PATIENT WAS
ADMITTED AS A
JANE DOE-- WE
HAVEN'T IDENTIFIED
HER SINCE--

--SUFFERING
FROM
MULTIPLE
GUNSHOT
WOUNDS.

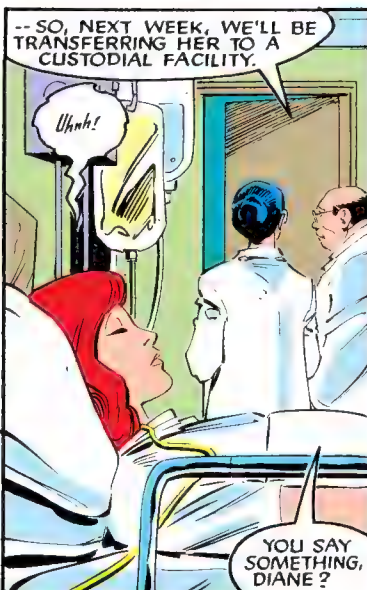


INITIAL PROGNOSIS WAS PRETTY BLEAK-- SEVERE TRAUMA, MASSIVE BLOOD
LOSS, NOBODY THOUGHT SHE'D LAST THE NIGHT-- BUT SHE SURPRISED US.

IN FACT, PHYSICALLY, SHE'S
WELL ON THE WAY TO RECOVERY.

UNFORTUNATELY, SHE'S
MAINTAINED THIS DEEP
COMATOSE STATE,
RESISTING ALL EFFORTS
TO BRING HER
OUT OF IT.

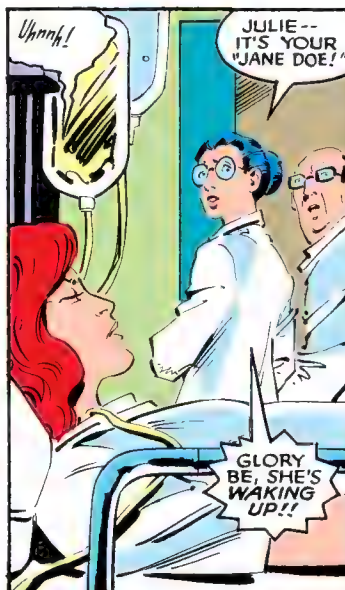
WE'VE DONE ALL WE CAN FOR
HER-- AND WE NEED THE BED
SPACE, ESPECIALLY SINCE, AS A
"JANE DOE," THE STATE PICKS UP THE TAB--



--SO, NEXT WEEK, WE'LL BE
TRANSFERRING HER TO A
CUSTODIAL FACILITY.

Uhnh!

YOU SAY
SOMETHING,
DIANE?



Uhnh!

JULIE--
IT'S YOUR
"JANE DOE!"

GLORY
BE, SHE'S
WAKING
UP!!



AM...
AM I
ALIVE?

VERY MUCH SO, AND
QUITE WELL, TOO. I'M
DR. SCHWARTZ, THIS IS DR.
DUANE, AND WE'RE VERY
GLAD TO MEET YOU, MS...?

PRYOR. MY NAME IS MADELYNE PRYOR.

UPSTATE
NEW YORK...

WE HAVE
TO WORK
THROUGH
THIS,
LOGAN--

--OR
BETSY
IS
RIGHT...

...WE ARE
FINISHED.

AS A
TEAM.

AS
INDIVIDUALS.

GODDESS CONSIGN MALICE TO THE
ETERNAL ABYSS, THAT MARAUDER
WITCH HAS DONE HER WORK WELL!

BY CAUSING US TO
DISTRUST EACH OTHER,
IN ONE ACTION, SHE
HAS DONE MORE TO
CRIPPLE THE X-MEN THAN
ALL HER TEAMMATES
PUT TOGETHER!

AIN'T
THAT THE
TRUTH.

I WAS HOPING FOR BETTER FROM YOU.

YOU DON'T
UNDER-
STAND.

THAT MOMENT
IN THE ALLEY--
WHEN I NEARLY
KILLED YOU--

-- I COULDN'T TELL WHO
WAS FRIEND OR FOE.

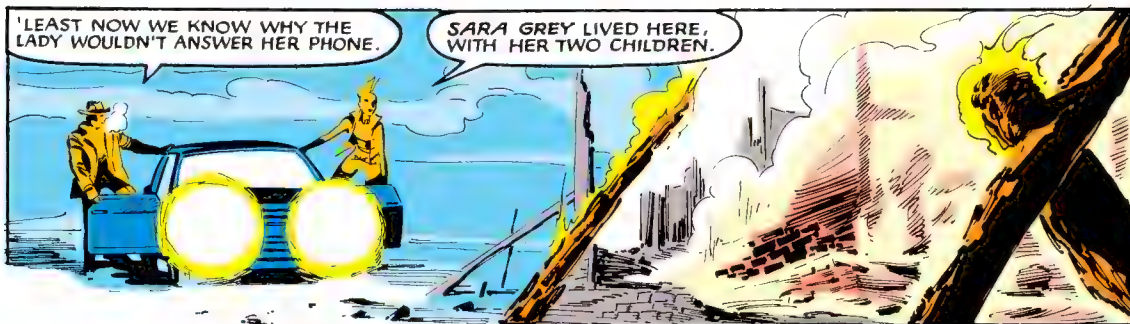
NONE OF US COULD,
NOT EVEN PSYLOCKE

YOU'RE
MISSING THE
POINT! IF
I CAN'T
TRUST MY
SENSES...

... HOW THE BLAZES CAN I
TRUST ANYONE?!

I LOSE THEM, ORORO--
WHAT'S LEFT?!

WE HAVE
ARRIVED.



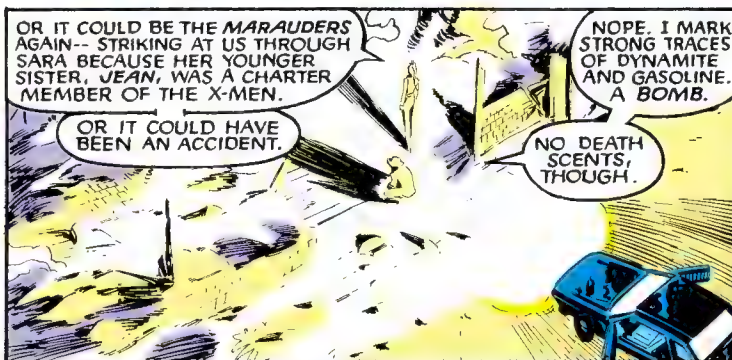
'LEAST NOW WE KNOW WHY THE LADY WOULDN'T ANSWER HER PHONE.

SARA GREY LIVED HERE, WITH HER TWO CHILDREN.



THE FIRE LOOKS FAIRLY RECENT. WE HAD BEST SEARCH THE RUBBLE FOR ANY SIGNS OF SURVIVORS, OR VICTIMS-- OR, AS IMPORTANTLY, CLUES TO THE IDENTITY OF THOSE RESPONSIBLE.

SARA WAS AN OUTSPOKEN ADVOCATE OF MUTANT RIGHTS. THAT MAY HAVE PRECIPITATED AN ATTACK.

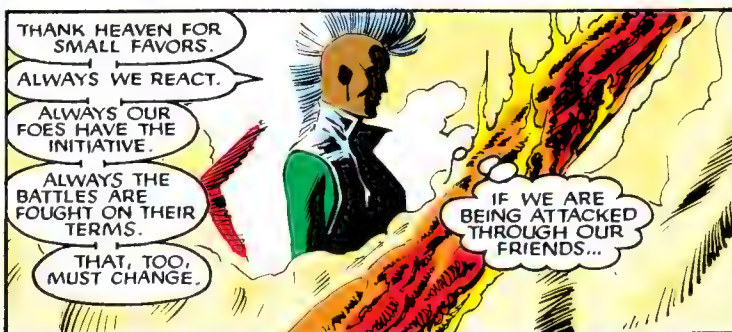


OR IT COULD BE THE MARAUDERS AGAIN-- STRIKING AT US THROUGH SARA BECAUSE HER YOUNGER SISTER, JEAN, WAS A CHARTER MEMBER OF THE X-MEN.

OR IT COULD HAVE BEEN AN ACCIDENT.

NOPE. I MARK STRONG TRACES OF DYNAMITE AND GASOLINE. A BOMB.

NO DEATH SCENTS, THOUGH.



THANK HEAVEN FOR SMALL FAVORS.

ALWAYS WE REACT.

ALWAYS OUR FOES HAVE THE INITIATIVE.

ALWAYS THE BATTLES ARE FOUGHT ON THEIR TERMS.

THAT, TOO, MUST CHANGE.

IF WE ARE BEING ATTACKED THROUGH OUR FRIENDS...



...EVERYONE WE KNOW IS IN DANGER.

THEY MUST BE WARNED--

--EVEN... FORGE.

SO EASY-- SO FITTING-- AMIDST CHAOS AND DISASTER, TO THINK OF HIM.



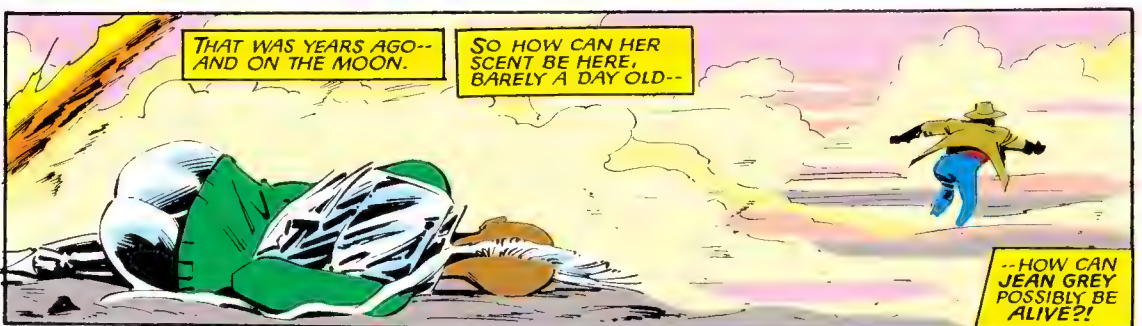
HIS DEVICES TORE MY ELEMENTAL POWERS FROM ME. HE OFFERED TO FIND A WAY TO RESTORE THEM.

HAS THE TIME COME, I WONDER, TO SWALLOW MY PRIDE-- SET ASIDE MY RAGE AND HURT AND... HATE--

--AND ACCEPT?

TO FLY AGAIN-- IS THAT NOT WHAT I TRULY WANT?

OR DO I HOLD BACK... ...BECAUSE I AM AFRAID?



EARLIER THIS EVENING-- 25 MILES HIGH AND 1500 EASTWARD-- THE BLACKBIRD BEGINS ITS DESCENT TO MUIR ISLE.

MOST EVERYONE ABOARD IS ASLEEP...

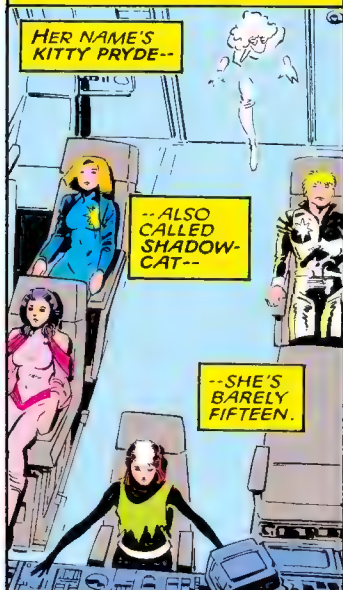


...SO NO ONE SEES AN ETHEREAL, GHOSTLY FIGURE EMERGE FROM THE CARGO BAY.

HER NAME'S KITTY PRYDE--

--ALSO CALLED SHADOW-CAT--

--SHE'S BARELY FIFTEEN.



AND THAT'S AS OLD AS SHE FIGURES SHE'S GOING TO GET.

I'M DRIFTING MORE AND MORE OUT OF PHASE, THE MOLECULES OF MY BODY ARE MOVING FARTHER APART. I CAN'T TALK ANYMORE.

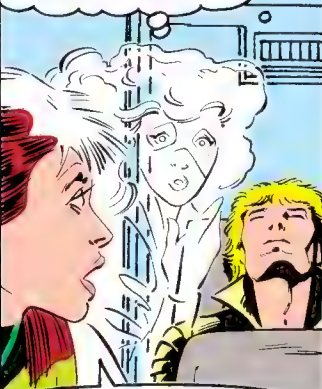
AND PRETTY SOON, I WON'T BE ABLE TO EVEN THINK.

GOSH, LONGSHOT'S SO BEAUTIFUL!



I'LL NEVER HAVE A CHANCE TO TELL HIM-- NOT THE WAY A BOY AND GIRL SHOULD-- IT ISN'T FAIR!

I DON'T WANT TO DIE! WHY CAN'T SOMEONE SAVE ME, WHY DOES EVERYTHING HAVE TO SEEM SO HOPELESS?!



HEY! PRYDE-- BACK TO YOUR LIFECELL, PRONTO! YOU KNOW HOW DANGEROUS IT IS TO BE WANDERING ABOUT IN YOUR CONDITION!

SUPPOSE I DON'T CARE ANYMORE.

ONE KISS-- HE'LL NEVER KNOW--

-- I WISH IT WAS FOR REAL.



OHMIGOSH--

KITTY--?!?

-- HE FELT THAT!

WAIT! PLEASE--



--COME BACK!



ROGUE-- WHEN SHE TOUCHED ME, MY MIND FILLED WITH IMAGES OF HER PAST-- AS IF I COULD "READ" WHO SHE WAS...

... THE SAME AS I'VE BEEN DOING THE X-MEN HOUSE--

--THERE WAS A SENSE OF FUTURE, TOO.



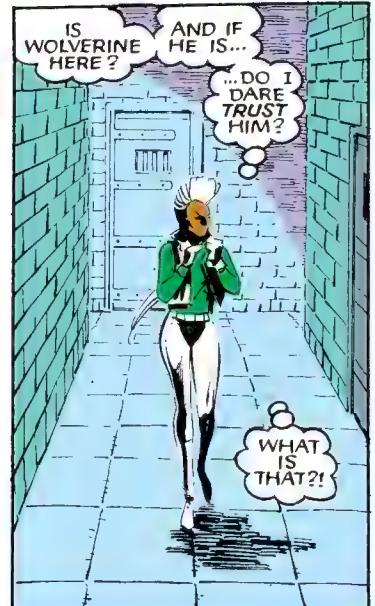
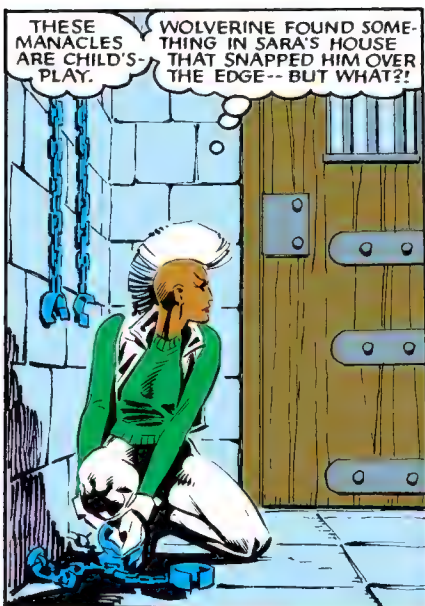
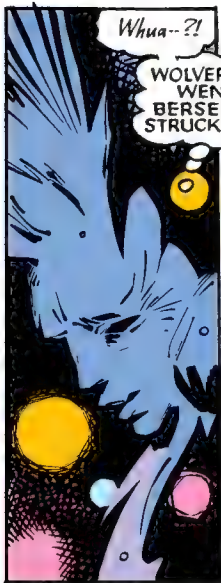
BUT IT WAS ALL JUMBLED-- CHAOS-RIVEN AND BROKEN TO BITS.

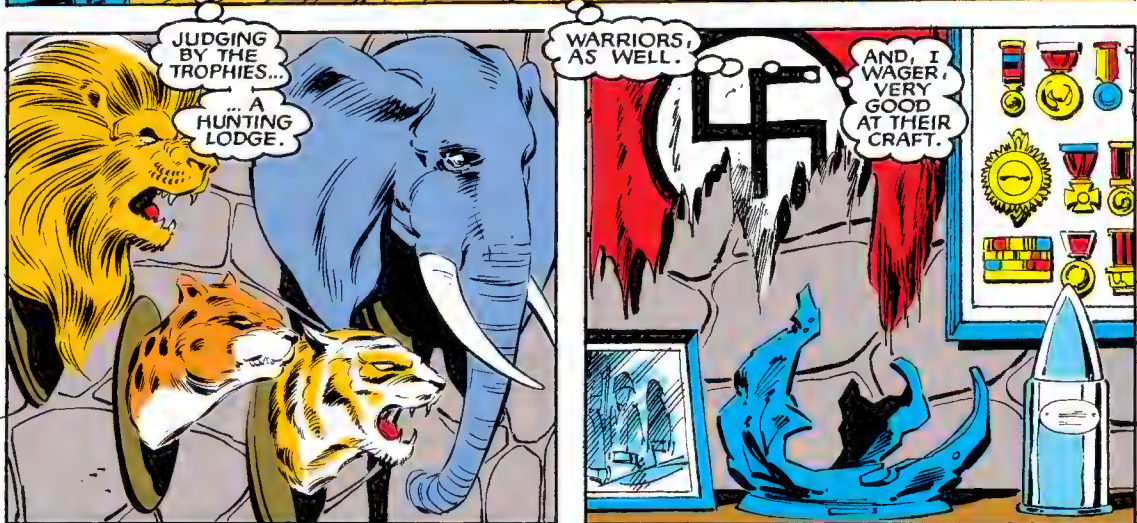
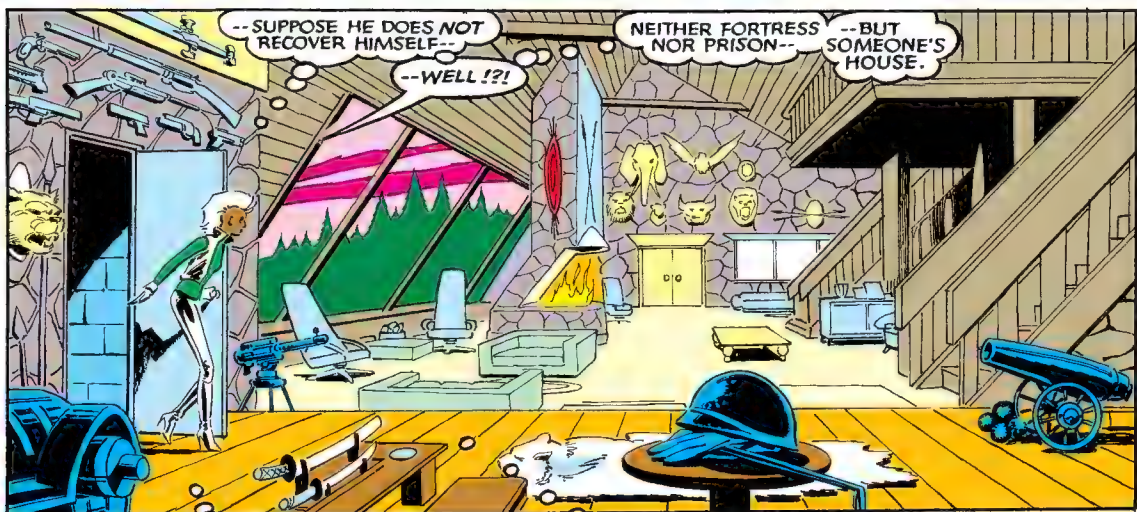
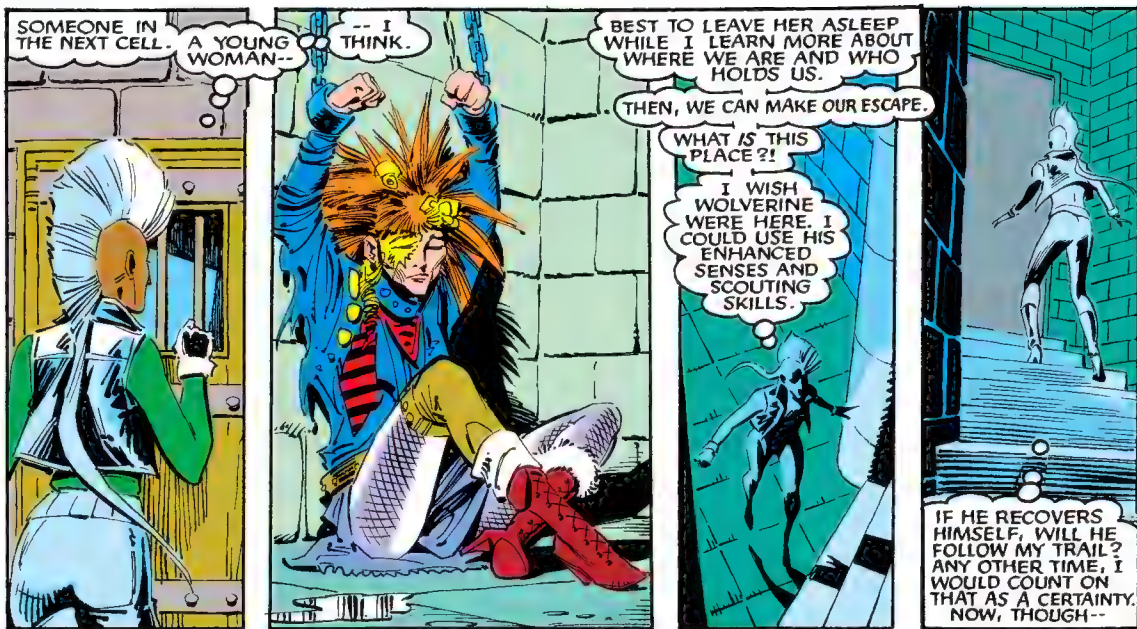
AND SURROUNDED BY AN AWFUL VOID, THAT HUNGERS FOR HER!

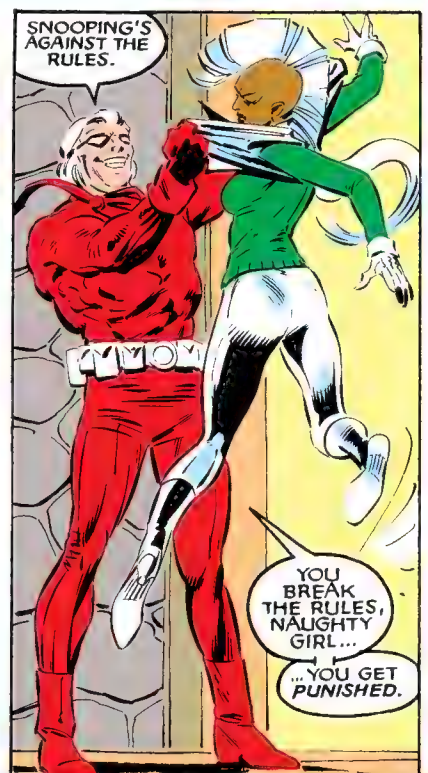
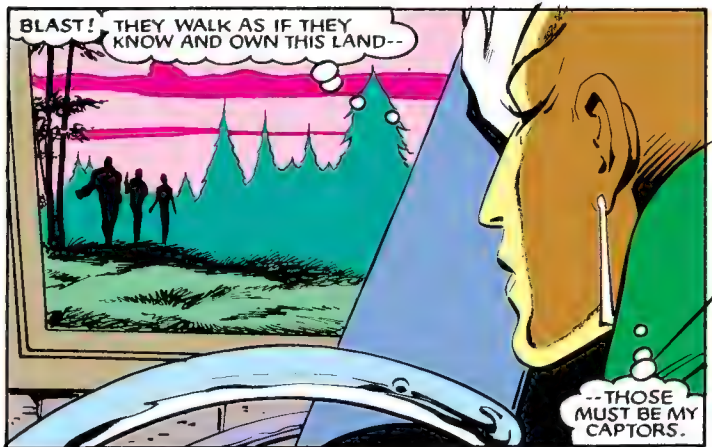
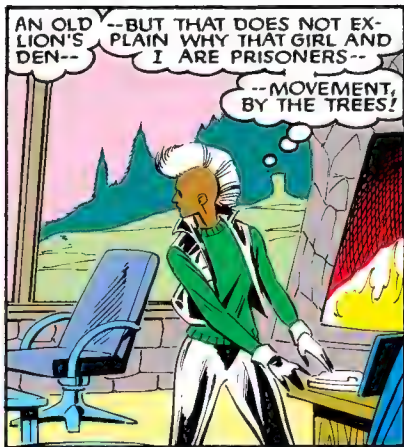
ROGUE, IS THAT... DEATH?

COULD BE. POOR LITTLE KID.



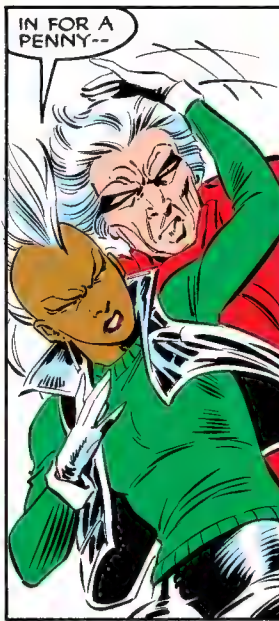








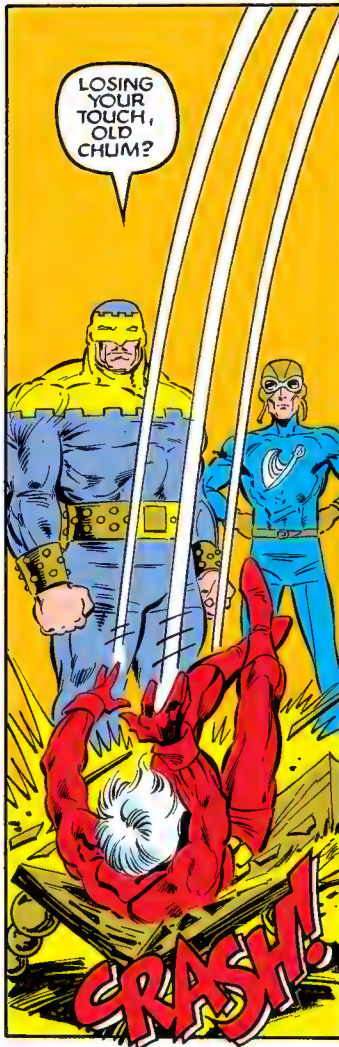
Oh, REALLY?



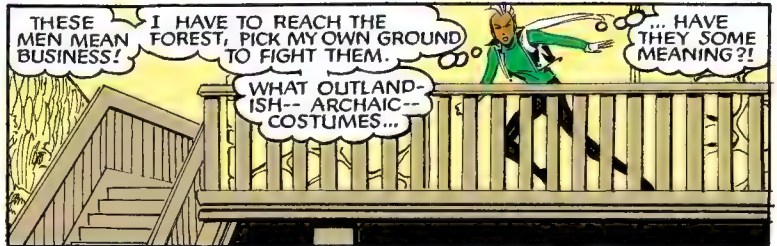
IN FOR A PENNY--



--IN FOR A POUND!



LOSING YOUR TOUCH, OLD CHUM?

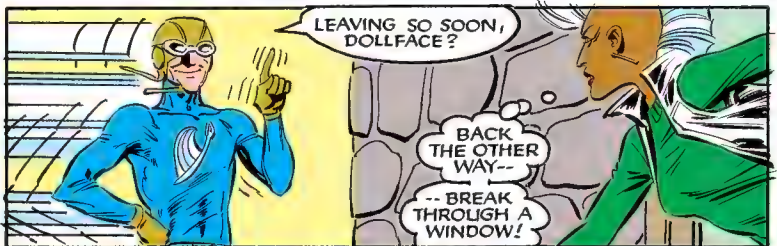


THESE MEN MEAN BUSINESS!

I HAVE TO REACH THE FOREST, PICK MY OWN GROUND TO FIGHT THEM.

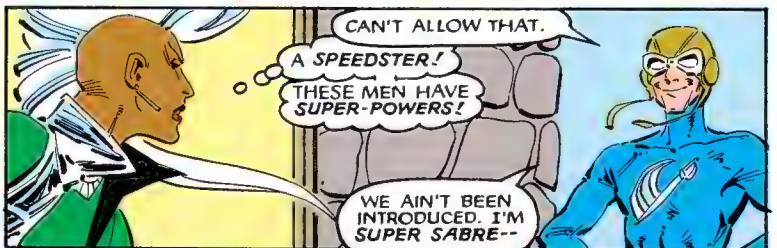
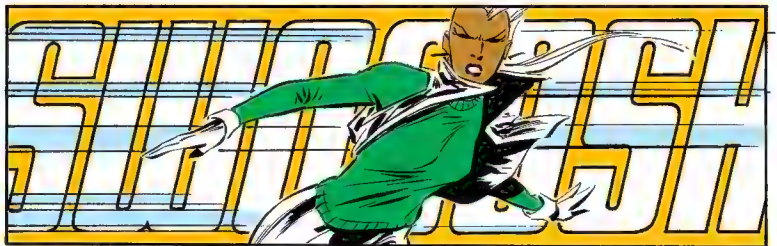
... HAVE THEY SOME MEANING?!

WHAT OUTLANDISH-- ARCHAIC-- COSTUMES...



LEAVING SO SOON, DOLLFACE?

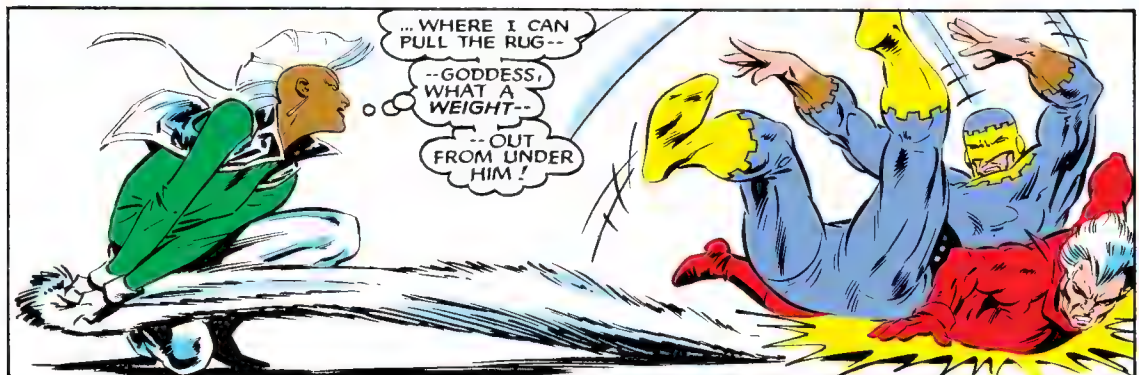
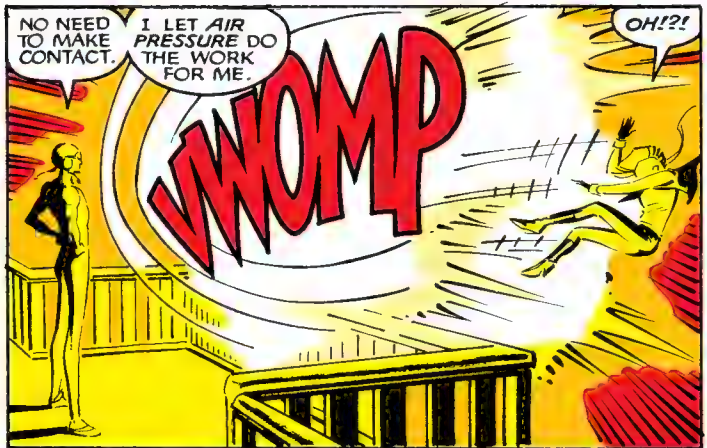
BACK THE OTHER WAY--
-- BREAK THROUGH A WINDOW!

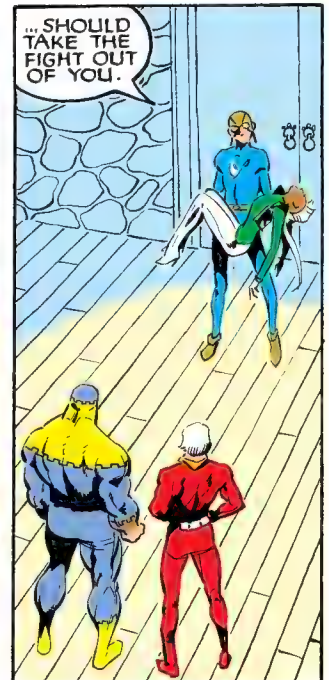
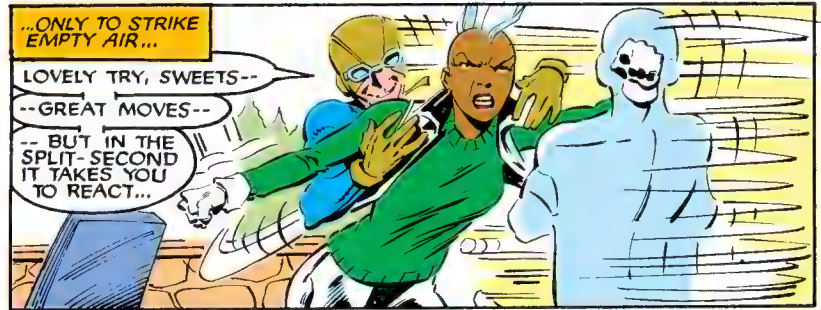
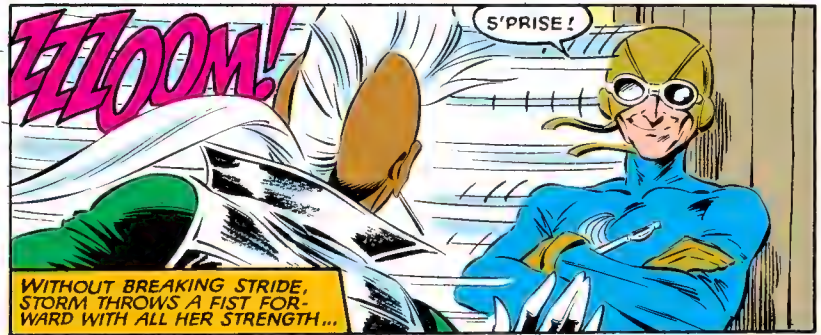
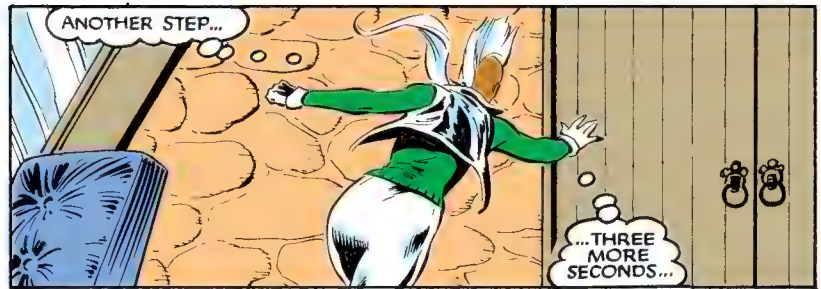
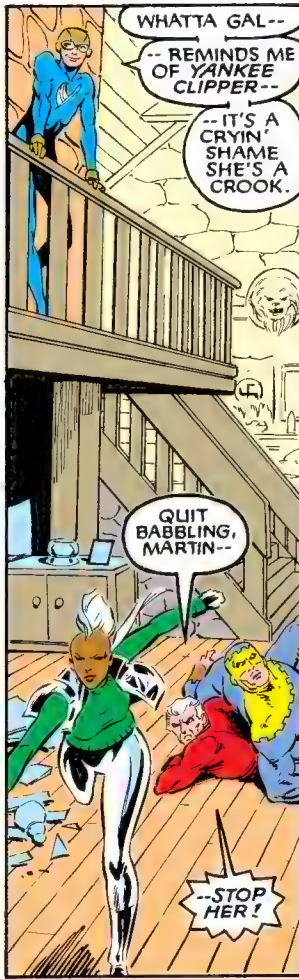


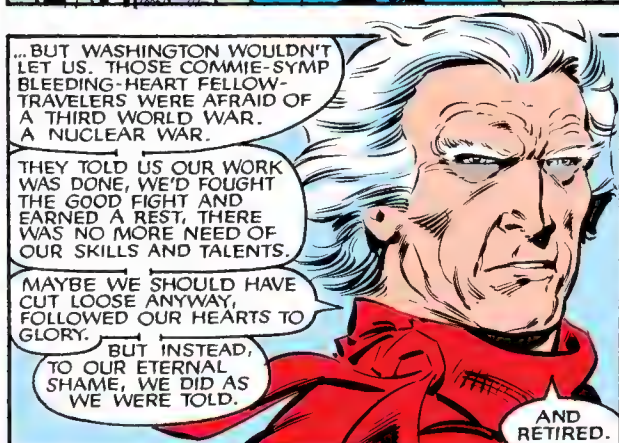
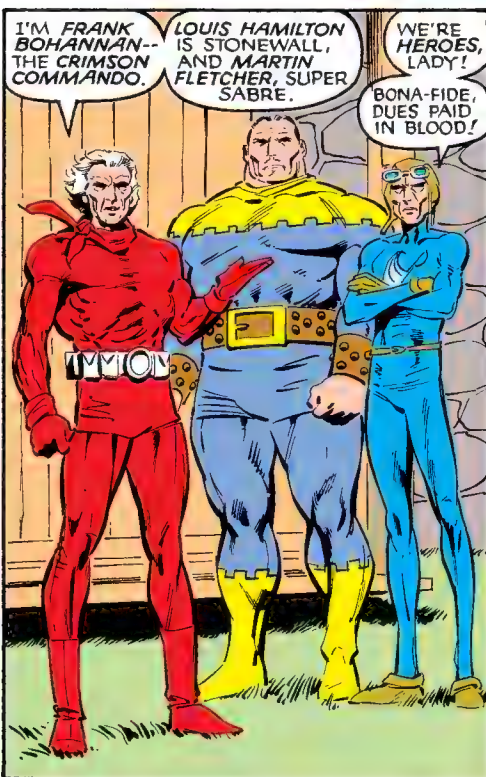
CAN'T ALLOW THAT.

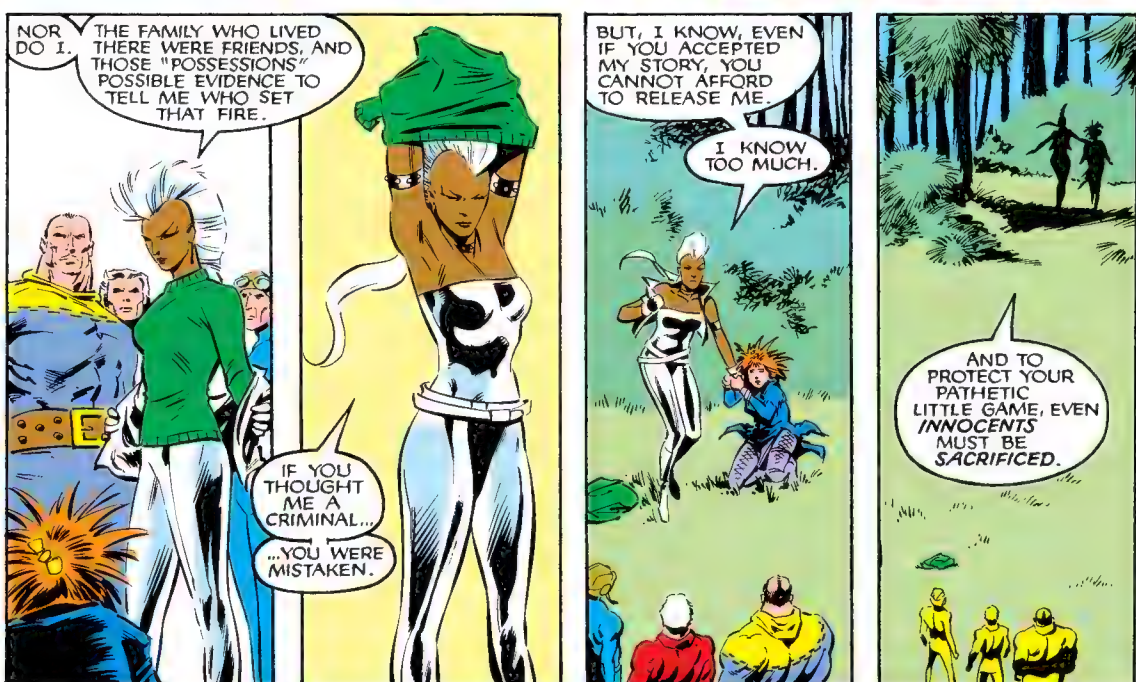
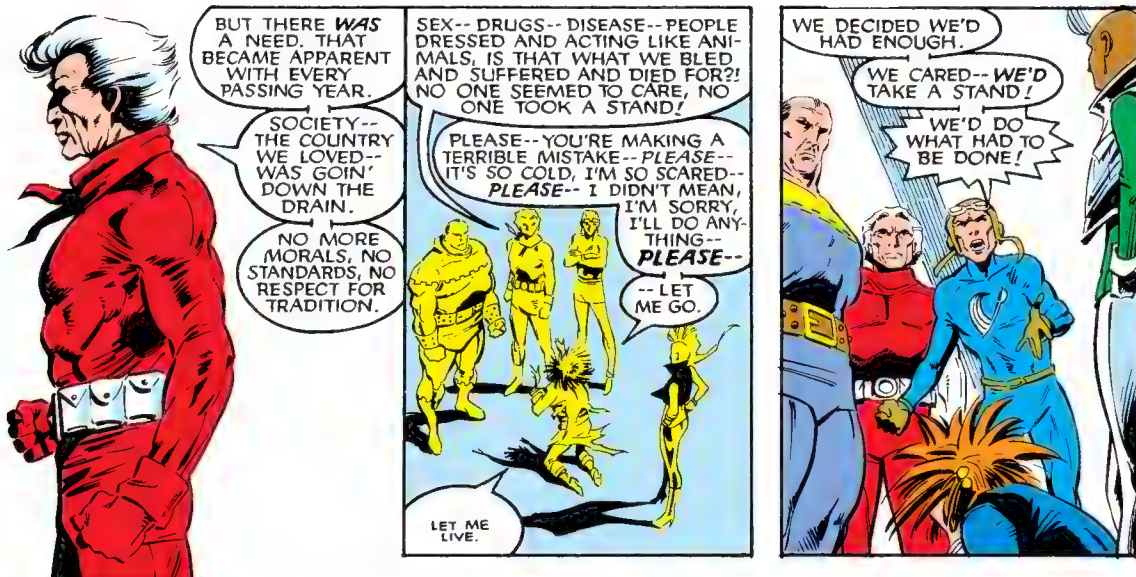
A SPEEDSTER!
THESE MEN HAVE SUPER-POWERS!

WE AIN'T BEEN INTRODUCED. I'M SUPER SABRE--











"NIGHT FALLS EARLY IN THESE AUTUMN MOUNTAINS, AND BRINGS WITH IT A BITTER CHILL."

"I WISH I HAD KEPT MY SWEATER."

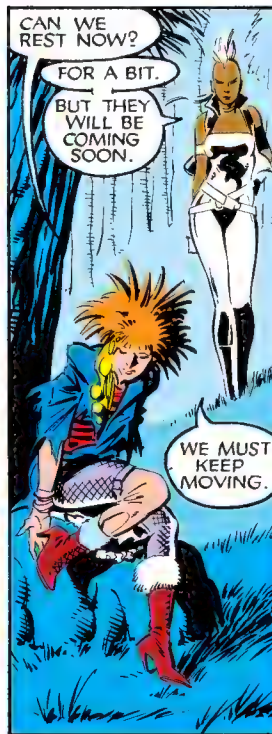


SO MUCH FOR MY GRAND GESTURE-- AND COMMON SENSE.

I HAVE BEEN COLD BEFORE.

I SUSPECT PRISCILLA WOULD HAVE NEEDED IT MORE THAN I.

MY FEET ARE BROKE!

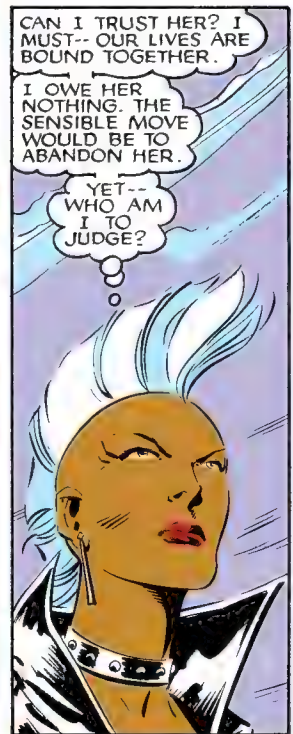


CAN WE REST NOW?

FOR A BIT.

BUT THEY WILL BE COMING SOON.

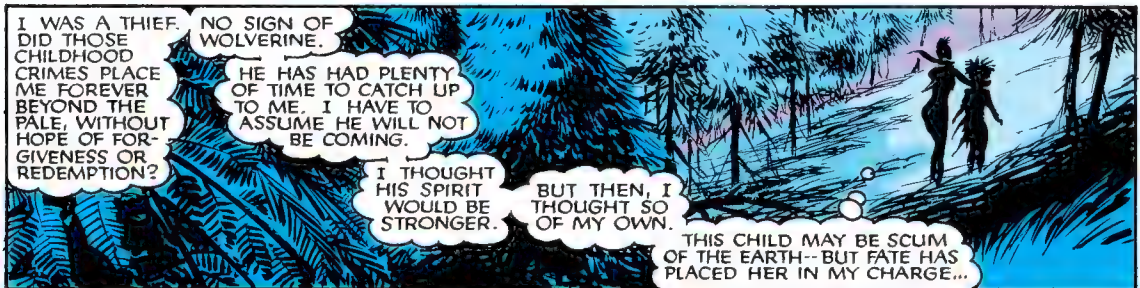
WE MUST KEEP MOVING.



CAN I TRUST HER? I MUST-- OUR LIVES ARE BOUND TOGETHER.

I OWE HER NOTHING. THE SENSIBLE MOVE WOULD BE TO ABANDON HER.

YET-- WHO AM I TO JUDGE?



I WAS A THIEF. DID THOSE CHILDHOOD CRIMES PLACE ME FOREVER BEYOND THE PALE, WITHOUT HOPE OF FORGIVENESS OR REDEMPTION?

NO SIGN OF WOLVERINE.

HE HAS HAD PLENTY OF TIME TO CATCH UP TO ME. I HAVE TO ASSUME HE WILL NOT BE COMING.

I THOUGHT HIS SPIRIT WOULD BE STRONGER.

BUT THEN, I THOUGHT SO OF MY OWN.

THIS CHILD MAY BE SCUM OF THE EARTH-- BUT FATE HAS PLACED HER IN MY CHARGE...



"... AND THAT IS A TRUST I WILL NOT BETRAY..."

"... NO MATTER WHAT THE COST!"

NEXT:
CRUCIBLE!

MARVEL



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THE UNCANNY

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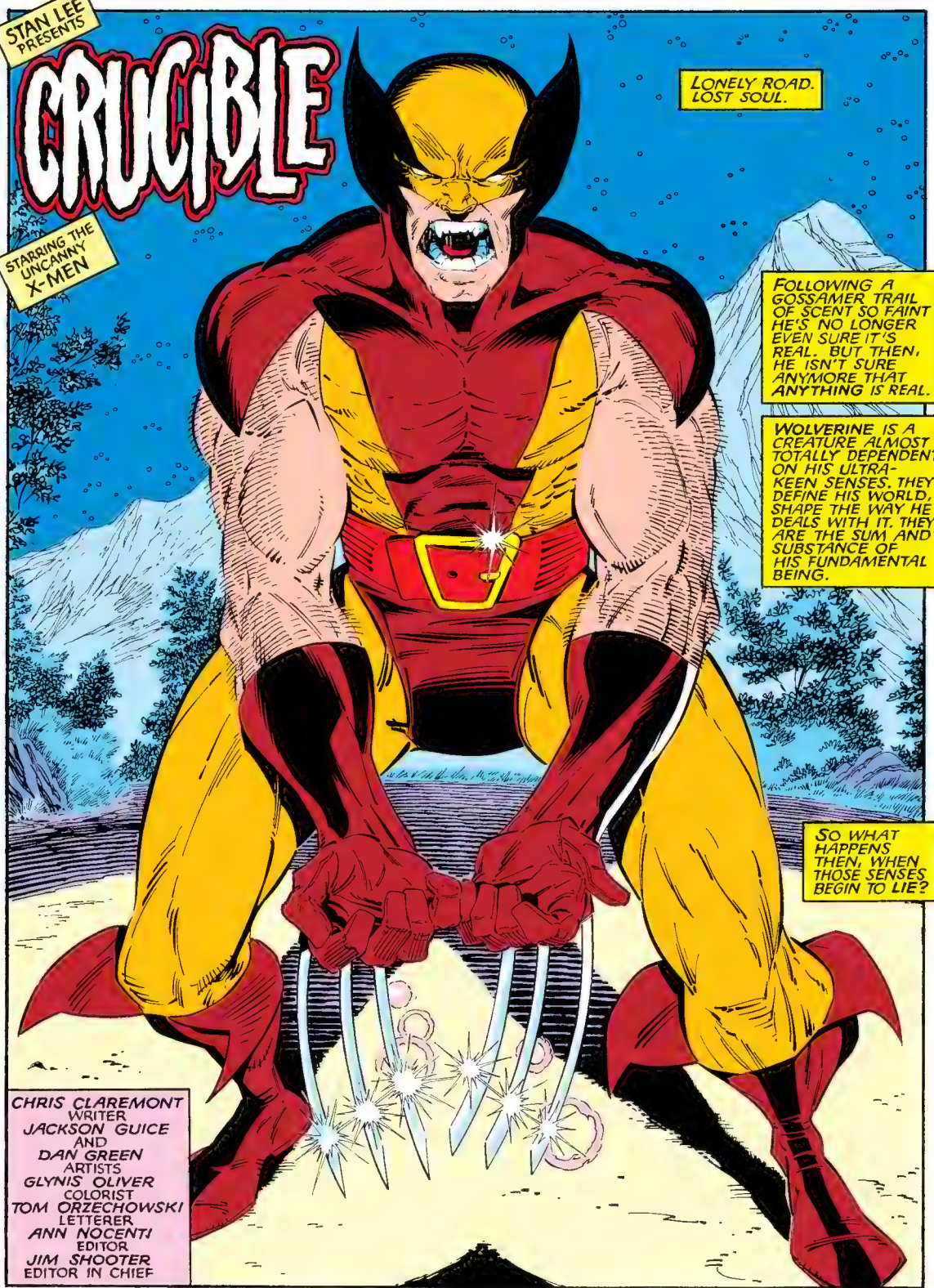
LONELY ROAD.
LOST SOUL.

FOLLOWING A
GOSSAMER TRAIL
OF SCENT SO FAINT
HE'S NO LONGER
EVEN SURE IT'S
REAL. BUT THEN,
HE ISN'T SURE
ANYMORE THAT
ANYTHING IS REAL.

WOLVERINE IS A
CREATURE ALMOST
TOTALLY DEPENDENT
ON HIS ULTRA-
KEEN SENSES. THEY
DEFINE HIS WORLD,
SHAPE THE WAY HE
DEALS WITH IT. THEY
ARE THE SUM AND
SUBSTANCE OF
HIS FUNDAMENTAL
BEING.

SO WHAT
HAPPENS
THEN, WHEN
THOSE SENSES
BEGIN TO LIE?

CHRIS CLAREMONT
WRITER
JACKSON GUICE
AND
DAN GREEN
ARTISTS
GLYNIS OLIVER
COLORIST
TOM ORZECZOWSKI
LETTERER
ANN NOCENTI
EDITOR
JIM SHOOTER
EDITOR IN CHIEF





HE SEES THE ONRUSHING TRUCK, WITHOUT REALIZING WHAT IT IS...

...OR THAT IT'S A THREAT...

...UNTIL IT'S TOO LATE.

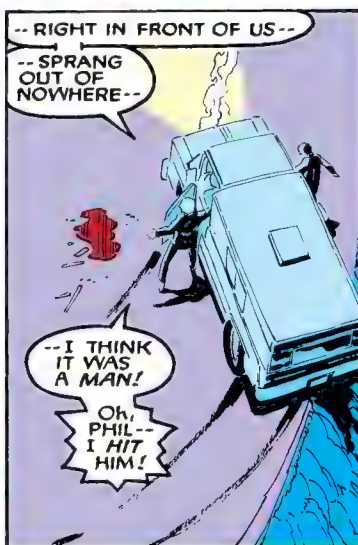


WHAT THE HECK--???

MARCIE!?!?

I DON'T KNOW I DON'T KNOW!

OHMYLORD--
PHIL-- SOMETHING
IN THE ROAD--



-- RIGHT IN FRONT OF US--

-- SPRANG
OUT OF
NOWHERE--

-- I THINK
IT WAS
A MAN!

OH,
PHIL--
I HIT
HIM!



NO SIGN OF ANYBODY.

PHIL-- DID I
IMAGINE IT?!

ROAD'S
CLEAN
AS CAN
BE.



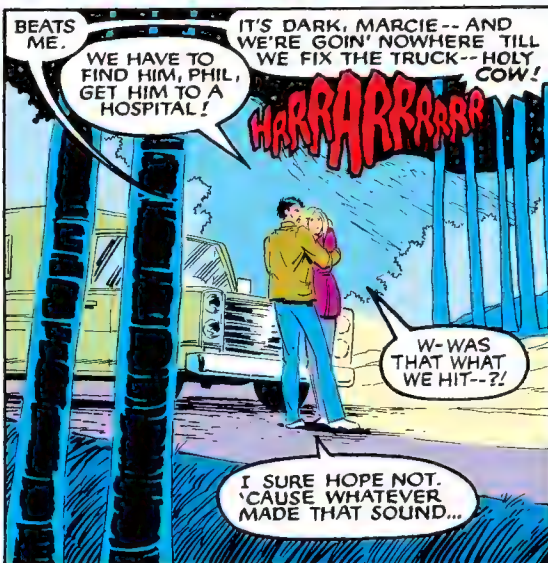
LOOK
AT THE
TRUCK.

YOU SURE
CLOBBERED
SOMETHING,
HON.

THOSE ARE SLASH
MARKS, LIKE THE GRILL
WAS CUT.

EVEN THE
BUMPER'S BENT!

HOW CAN ANYONE BE HIT
SO HARD AND RUN AWAY?!



BEATS
ME.

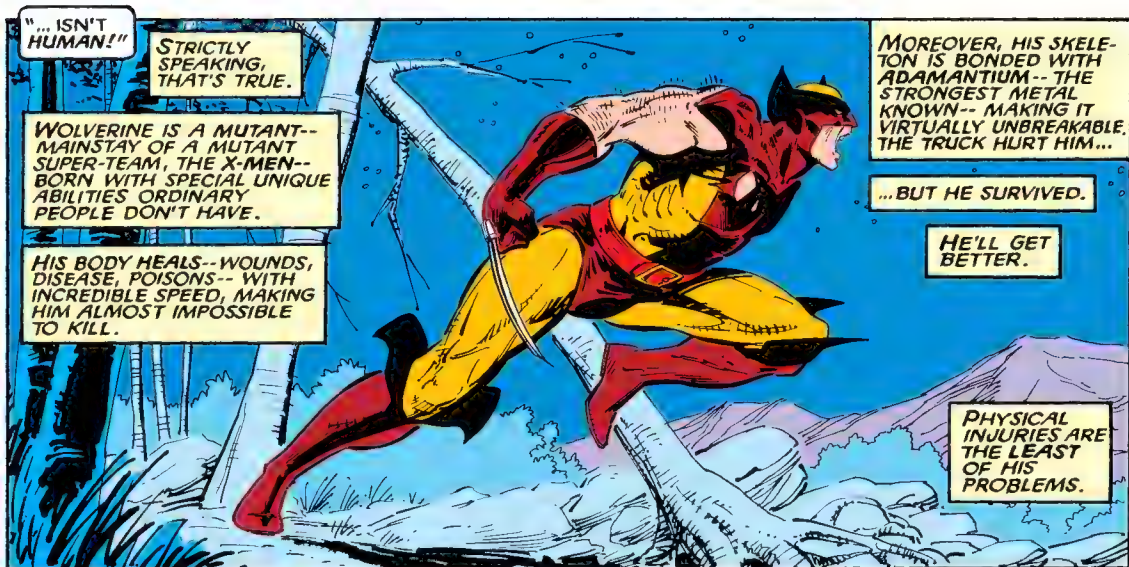
WE HAVE TO
FIND HIM, PHIL,
GET HIM TO A
HOSPITAL!

IT'S DARK, MARCIE-- AND
WE'RE GOIN' NOWHERE TILL
WE FIX THE TRUCK-- HOLY
COW!

HARRARRRRRR

W-WAS
THAT WHAT
WE HIT--?!

I SURE HOPE NOT.
'CAUSE WHATEVER
MADE THAT SOUND...



"... ISN'T HUMAN!"

STRICTLY SPEAKING, THAT'S TRUE.

WOLVERINE IS A MUTANT-- MAINSTAY OF A MUTANT SUPER-TEAM, THE X-MEN-- BORN WITH SPECIAL UNIQUE ABILITIES ORDINARY PEOPLE DON'T HAVE.

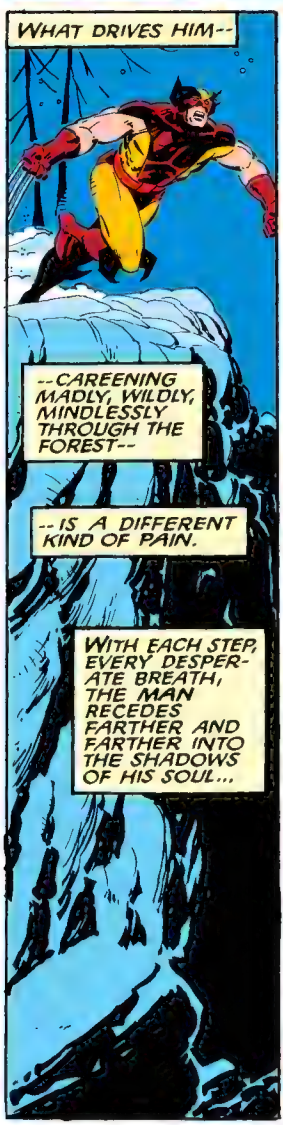
HIS BODY HEALS-- WOUNDS, DISEASE, POISONS-- WITH INCREDIBLE SPEED, MAKING HIM ALMOST IMPOSSIBLE TO KILL.

MOREOVER, HIS SKELETON IS BONDED WITH ADAMANTIUM-- THE STRONGEST METAL KNOWN-- MAKING IT VIRTUALLY UNBREAKABLE. THE TRUCK HURT HIM...

...BUT HE SURVIVED.

HE'LL GET BETTER.

PHYSICAL INJURIES ARE THE LEAST OF HIS PROBLEMS.

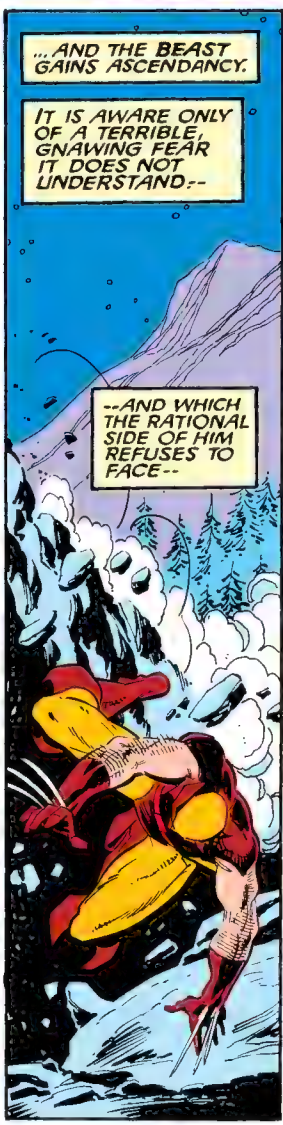


WHAT DRIVES HIM--

--CAREENING MADLY, WILDLY, MINDLESSLY THROUGH THE FOREST--

-- IS A DIFFERENT KIND OF PAIN.

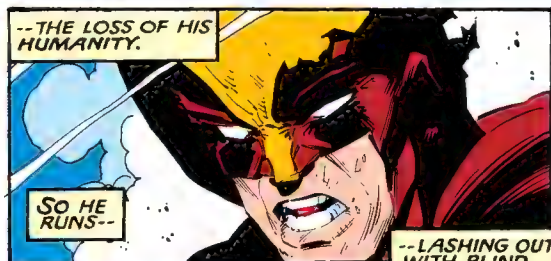
WITH EACH STEP, EVERY DESPERATE BREATH, THE MAN RECEDES FARTHER AND FARTHER INTO THE SHADOWS OF HIS SOUL...



...AND THE BEAST GAINS ASCENDANCY.

IT IS AWARE ONLY OF A TERRIBLE GNAWING FEAR IT DOES NOT UNDERSTAND--

--AND WHICH THE RATIONAL SIDE OF HIM REFUSES TO FACE--

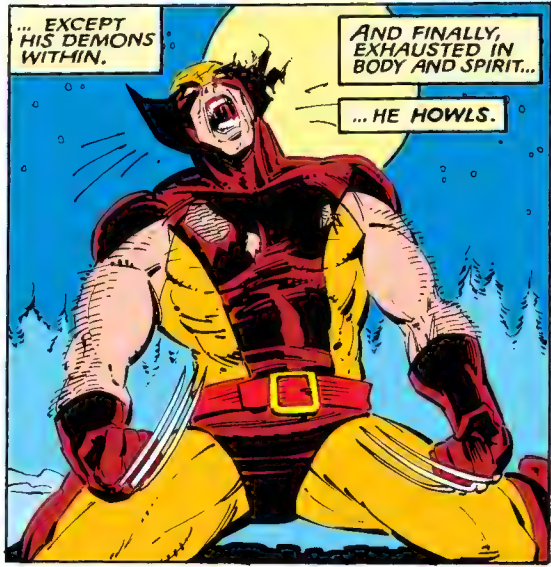


--THE LOSS OF HIS HUMANITY.

SO HE RUNS--



--LASHING OUT WITH BLIND, MANIC FEROCITY-- USING HIS ADAMANTIUM CLAWS THAT WILL CUT THROUGH ANYTHING...



... EXCEPT HIS DEMONS WITHIN.

AND FINALLY, EXHAUSTED IN BODY AND SPIRIT...

... HE HOWLS.

ELSEWHERE...

A CRY--

--FAR AWAY, BY THE SOUND OF IT--
DESPERATE AND DESPAIRING,
POOR THING.

I WISH
WOLVERINE
WAS HERE.

BLAST THE MAN,
WHAT HAPPENED TO
HIM THE OTHER NIGHT?!
WITHOUT WARNING, HE
WENT BERSERK, KNOCKED
ME UNCONSCIOUS, FLED
INTO THE NIGHT--
BUT WHY?!

DID SOME OUTSIDE
FORCE OR POWER AFFECT
HIM-- WAS HE ATTACKED--
AND, IF SO, WHY HIM AND
NOT ME?! WAS I NOT
WORTH THE EFFORT, BE-
CAUSE I NO LONGER
POSSESS ANY MUTANT
POWER?

DOES THAT
MATTER? I
AM WHAT I AM,
AND MUST
MAKE THE
BEST OF IT.

OUR PURSUERS
WILL BE AFTER US
AGAIN AT FIRST LIGHT
--THREE RETIRED
WORLD WAR II HEROES,
DETERMINED TO MAKE
THE WORLD A BETTER
PLACE BY RIDDING IT OF
ITS CRIMINAL ELEMENT.

ALONE, I COULD EVADE
THEM WITH EASE.

BUT THAT
WOULD MEAN
ABANDONING
PRISCILLA.

THE HUNTERS SAID
SHE WAS A DRUG
DEALER, WHOSE
WEALTH AND IN-
FLUENCE PLACED HER
BEYOND THE LAW.

HER BOYFRIEND
RAN THIS COURSE,
TO HIS DEATH. NOW
IT IS OUR TURN.

YOU SHOULD
BE ASLEEP.
WE MUST MOVE
HARD AND FAST
TOMORROW, YOU
NEED THE REST.

I TRIED.

GROUND'S TOO HARD. AND WET. AND
COLD.

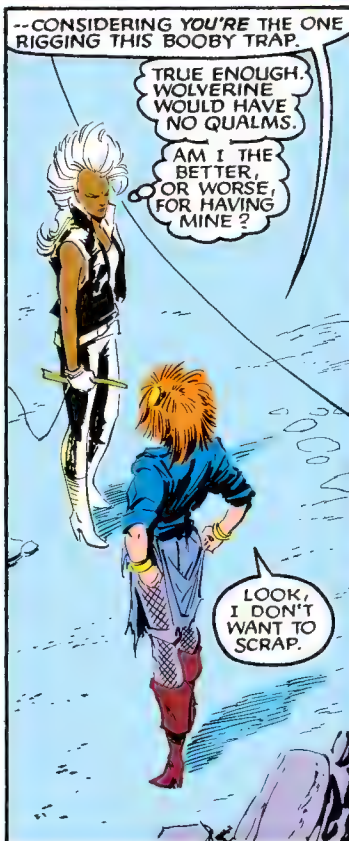
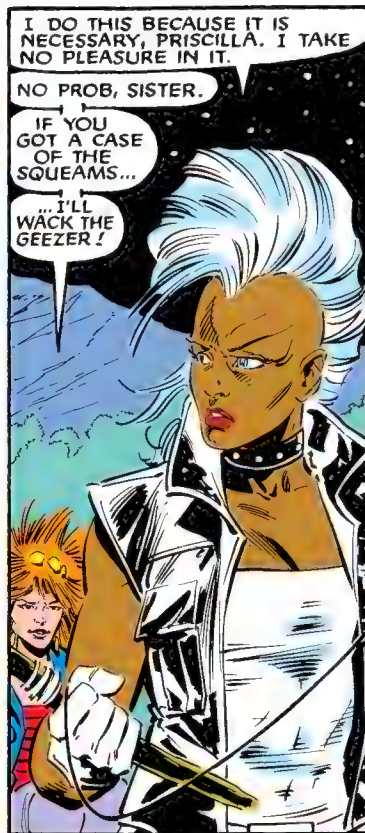
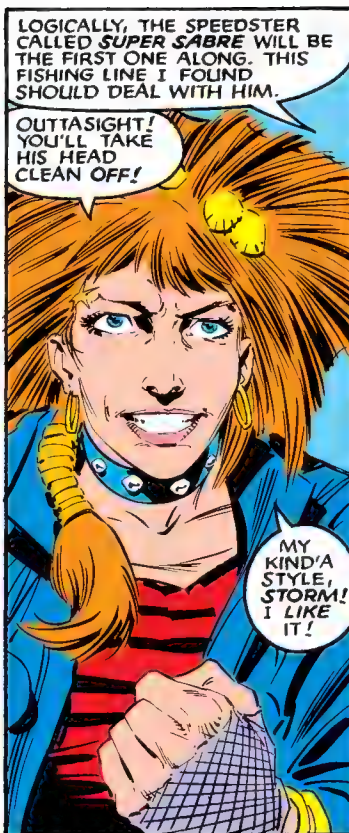
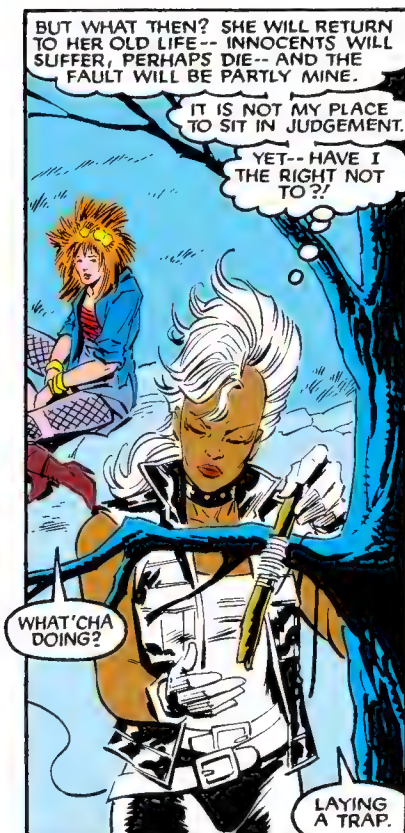
A FIRE WOULD
REVEAL WHERE
WE ARE.

NOTHING
THAT NEED
CONCERN
US.

I HATE
IT HERE!
I WISH
I WAS
HOME!

WHAT
WAS THAT
NOISE?!

TRUST ME,
CHILD, AND
I WILL GET
YOU THERE.



THE MOUNTAINS ARE STILL-- THE PRIMEVAL WILDERNESS OF NEW YORK'S ADIRONDACK FOREST PRESERVE LEACHED OF ALL COLOR SAVE SHADES OF GREY BY THE PREDAWN HALFLIGHT-- BALANCED SUPERNALLY BETWEEN ASLEEP AND AWAKE...

... BETWEEN REALITIES
MAGICKAL AND MUNDANE.

STORM
HASN'T
SLEPT...

... AND AT THIS WORST OF ALL POSSIBLE
TIMES, FATIGUE GNAWS AT THE
FRINGES OF HER CONSCIOUSNESS.

CRYSTAL COBALT EYES NARROW, BREATH
CATCHES MOMENTARILY IN HER THROAT...

... AS DISTANT TREES SUDDENLY
STIR, BRANCHES SWAY.

WHAT DO YOU SEE?!

HUSH!

WIND, WHERE
THERE
WAS NONE,
BILLOWING
UPWARDS
FROM THE
ROAD.

SUPER
SABRE.

GREAT!
THIS'LL
BE FUN!

MERCIFUL
GODDESS,
WHAT
AM I
DOING?!

BUT I AM NOT WOLVERINE!
HEY--!?! HE'S
ALMOST
HERE!

ACTING LIKE
WOLVERINE.

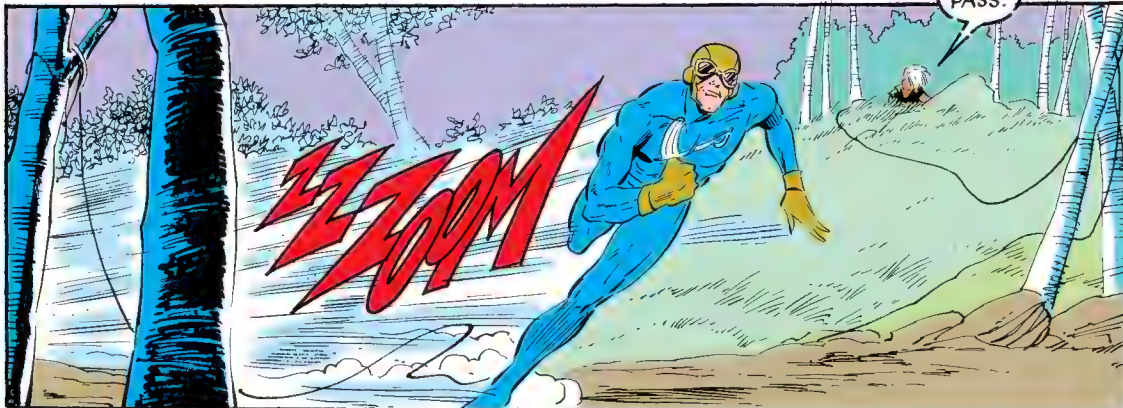
LET HIM
PASS!

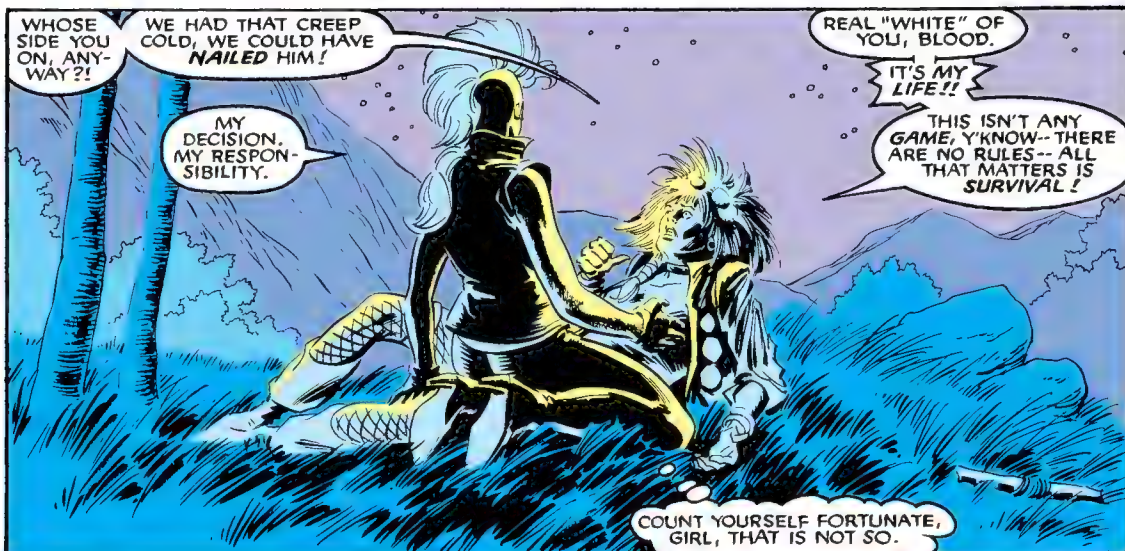
THE HECK
I WILL!
WE'RE JUST
DOING TO
HIM...

BE STILL.
BE
SILENT.

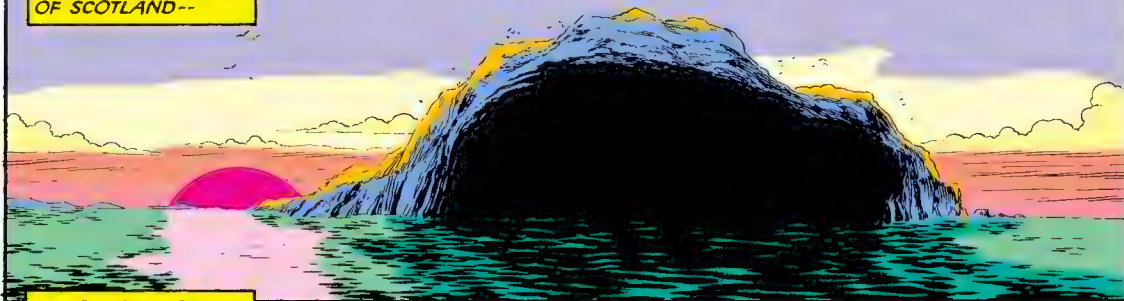
...WHAT
HE
WOULD
TO US--
WITHOUT
A SECOND
THOUGHT!

LET
HIM
PASS.

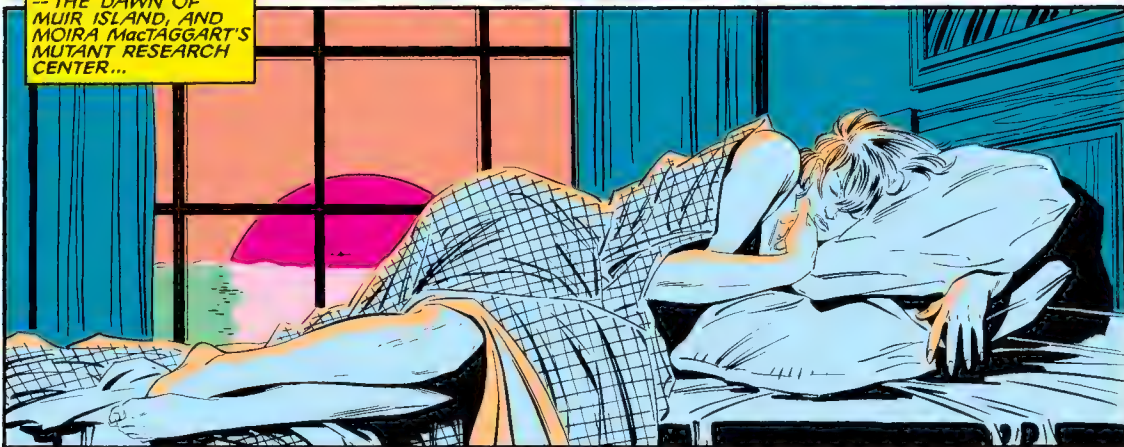




THREE DAYS AGO,
AN OCEAN TO THE
EAST-- OFF THE
RUGGED NORTH COAST
OF SCOTLAND--

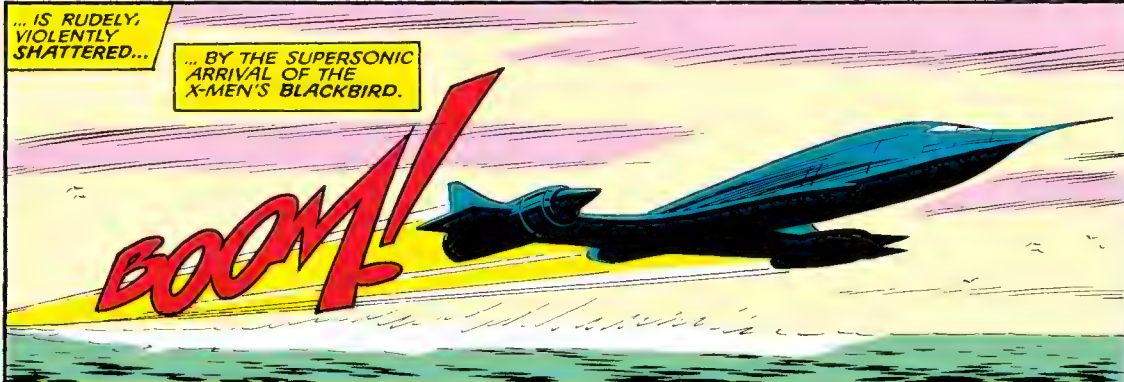


-- THE DAWN OF
MUIR ISLAND, AND
MOIRA MactAGGART'S
MUTANT RESEARCH
CENTER...



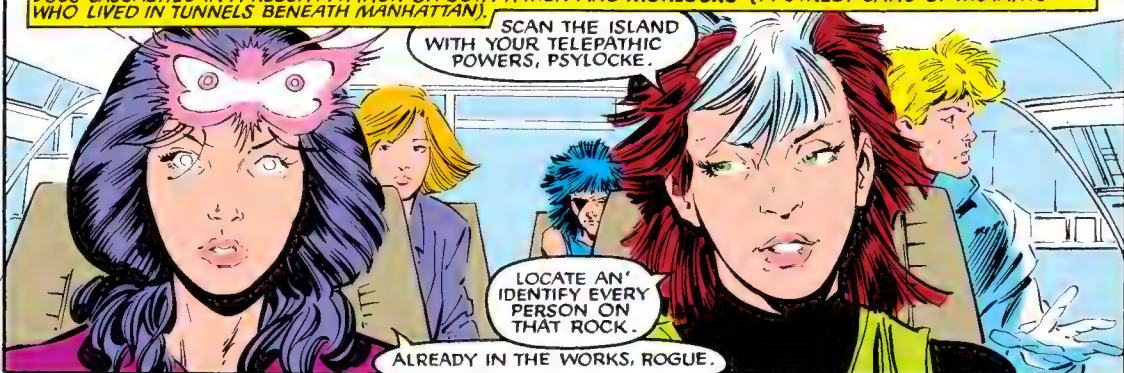
... IS RUDELY,
VIOLENTLY
SHATTERED...

... BY THE SUPERSONIC
ARRIVAL OF THE
X-MEN'S BLACKBIRD.



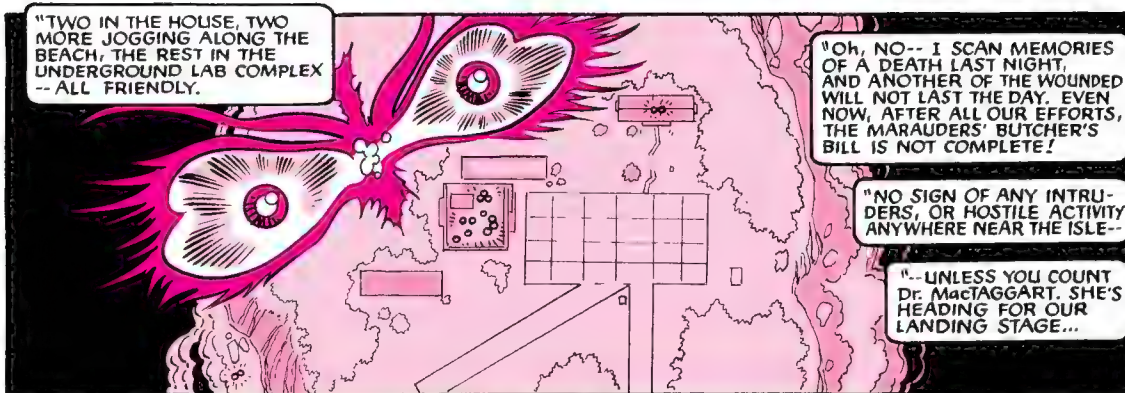
ABOARD, THE LAST EVACUEES FROM THE TEAM'S NEW YORK HEADQUARTERS, BEING REMOVED HERE TO
BETTER PROTECT THEM FROM THE MARAUDERS-- A BAND OF RUTHLESS KILLERS WHO'D INFLICTED HORREN-
DOUS CASUALTIES IN A RECENT ATTACK ON BOTH X-MEN AND MORLOCKS (A STREET GANG OF MUTANTS
WHO LIVED IN TUNNELS BENEATH MANHATTAN).

SCAN THE ISLAND
WITH YOUR TELEPATHIC
POWERS, PSYLOCKE.



LOCATE AN
IDENTIFY EVERY
PERSON ON
THAT ROCK.

ALREADY IN THE WORKS, ROGUE.

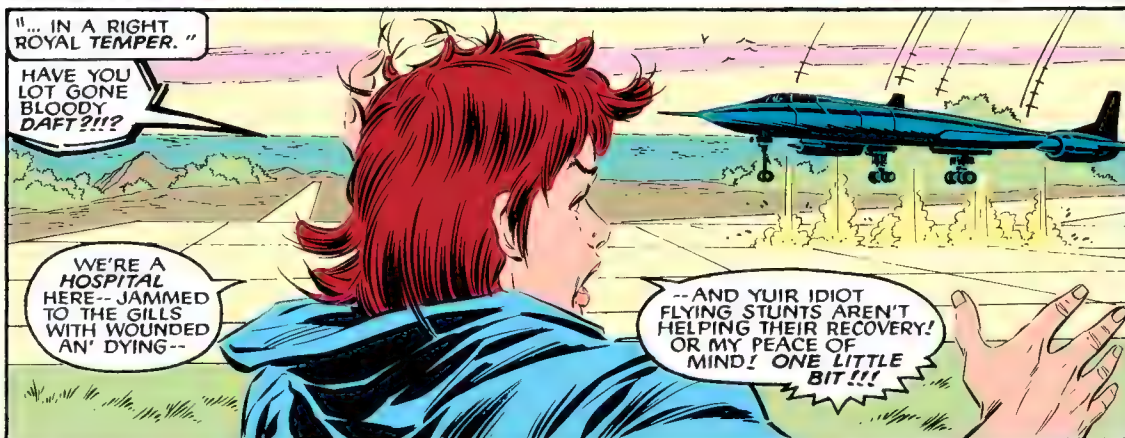


"TWO IN THE HOUSE, TWO MORE JOGGING ALONG THE BEACH, THE REST IN THE UNDERGROUND LAB COMPLEX -- ALL FRIENDLY."

"Oh, NO-- I SCAN MEMORIES OF A DEATH LAST NIGHT, AND ANOTHER OF THE WOUNDED WILL NOT LAST THE DAY. EVEN NOW, AFTER ALL OUR EFFORTS, THE MARAUDERS' BUTCHER'S BILL IS NOT COMPLETE!"

"NO SIGN OF ANY INTRUDERS, OR HOSTILE ACTIVITY ANYWHERE NEAR THE ISLE--"

"--UNLESS YOU COUNT Dr. MacTAggart. SHE'S HEADING FOR OUR LANDING STAGE..."

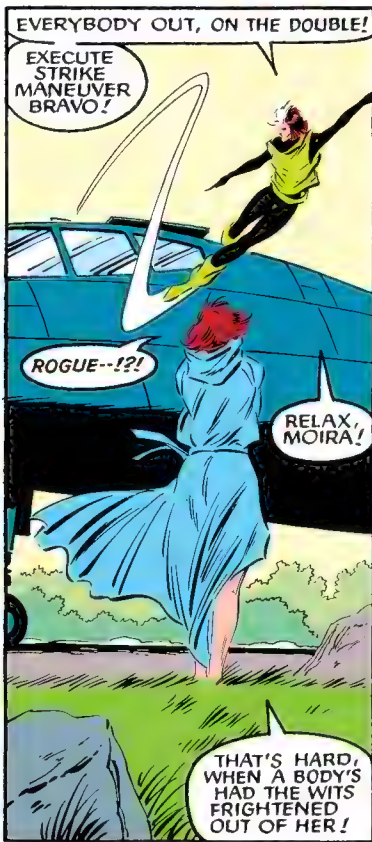


"... IN A RIGHT ROYAL TEMPER. "

HAVE YOU LOT GONE BLOODY DAFT???

WE'RE A HOSPITAL HERE-- JAMMED TO THE GILLS WITH WOUNDED AN' DYING--

--AND YUIR IDIOT FLYING STUNTS AREN'T HELPING THEIR RECOVERY! OR MY PEACE OF MIND! ONE LITTLE BIT!!!



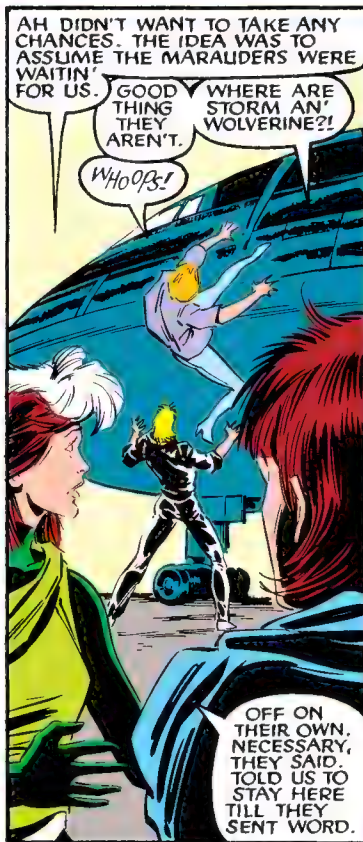
EVERYBODY OUT, ON THE DOUBLE!

EXECUTE STRIKE MANUEVER BRAVO!

ROGUE--!?!?

RELAX, MOIRA!

THAT'S HARD, WHEN A BODY'S HAD THE WITS FRIGHTENED OUT OF HER!



AH DIDN'T WANT TO TAKE ANY CHANCES. THE IDEA WAS TO ASSUME THE MARAUDERS WERE WAITIN' FOR US.

GOOD THING THEY AREN'T.

WHERE ARE STORM AN' WOLVERINE?!

WHOOPS!

OFF ON THEIR OWN, NECESSARY, THEY SAID, TOLD US TO STAY HERE TILL THEY SENT WORD.



TROUBLE IS, WE NEED 'EM AS BADLY WITH US! THERE'S TOO MUCH TO DO, MOIRA, AN' NO TIME TO DO IT, AN' THEY'RE THE ONES WE DEPEND ON MOST! OUR TEACHERS. OUR LEADERS!

WITHOUT THEM, WE'RE CRIPPLED!

WITHOUT US-- TO BACK 'EM UP, IN CASE THEY GET AMBUSHED BY THE MARAUDERS --THEY'RE HISTORY!

UPSTATE NEW YORK, THREE HOURS AFTER SUNRISE...

...WHERE THE OTHER TWO HUNTERS-- LOUIS HAMILTON (STONEWALL) AND FRANK BOHANNAN (THE CRIMSON COMMANDO)-- HAVE FOUND SIGNS OF THEIR QUARRY...

WE'VE SERIOUSLY UNDER-ESTIMATED STORM.

SHE PUSHED HERSELF AND THE GIRL FARTHER, FASTER THAN ANYONE ELSE WE'VE HUNTED. AND CHOSE A BRILLIANT, COURSE, TOO-- THROUGH THE HEART OF THE DEEP WOODS, WHERE SUPER SABRE CAN'T FOLLOW.

HE HAS TO STAY ON THE ROADS-- WHERE SHE SET THIS TRAP AS EFFECTIVE AS ANY I'VE EVER COME UP WITH. WOMAN KNOWS HER BUSINESS.

THING IS, SIGNS ALL INDICATE MARTIN PASSED THIS WAY BEFORE DAYBREAK. STORM AND THE GIRL WERE WAITING UP HERE, PERFECTLY POSITIONED.

WHY DIDN'T SHE SPRING THE TRAP?

PERHAPS, FRANK, SHE HAD SECOND THOUGHTS?

AS WE OUGHT TO.

THERE, IT'S SET JUST RIGHT--

--TO SLICE THROUGH A NECK!

STORM COMMITTED NO CRIME, COMMANDO-- SHE ISN'T LIKE THE OTHERS WE'VE DEALT WITH-- SHE'S INVOLVED BECAUSE OF OUR MISTAKE.

WHY CAN'T WE LET HER GO?

AND SPEND THE REST OF OUR LIVES IN JAIL?

WHAT WOULD THAT ACCOMPLISH?

WE DO GOOD WORK, STONEY.

WE RID SOCIETY OF THE CROOKS-- THE KILLERS, THE RAPISTS, THE DRUG-DEALING SCUM-- WHO'VE PLACED THEMSELVES BEYOND THE REACH OF THE LAW.

AND WE'RE USING A METHOD THAT STRIKES TERROR INTO THOSE THAT ARE LEFT...

...MAKIN' IT THAT MUCH EASIER FOR THE COPS TO DO THEIR JOB.

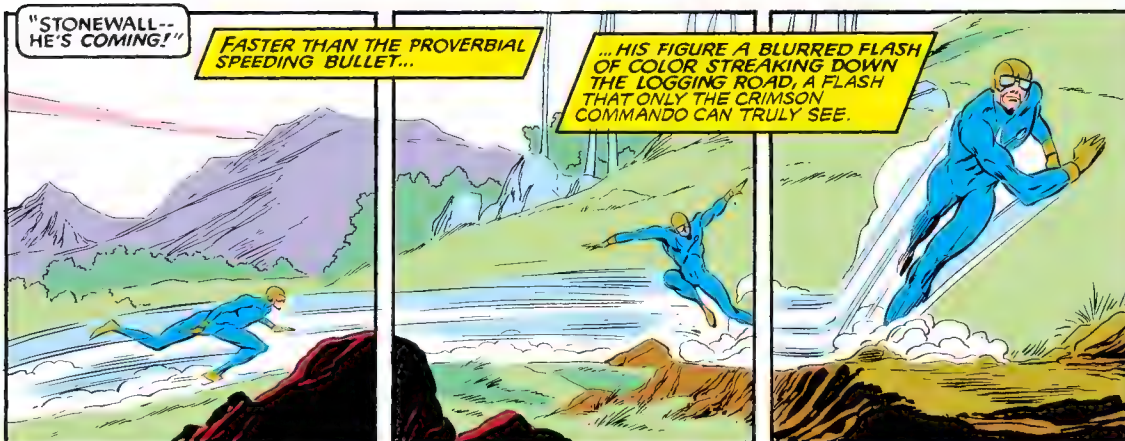
WE'RE DOING WHAT WE SWORE TO, YEARS AGO, WHEN WE PUT ON THESE UNIFORMS-- WE'RE PROTECTING OUR COUNTRY. YOU SAYING THAT'S WRONG?

BESIDES, WE'VE ONLY STORM'S WORD THAT SHE'S INNOCENT.

ISN'T THAT SUPPOSED TO BE ENOUGH, UNTIL WE PROVE DIFFERENT?!

REMEMBER, SHE DIDN'T KILL MARTIN, WHEN SHE HAD THE CHANCE.

MARTIN-- SUPER SABRE--!?!





TOO EASY FOR WORDS. BE MID-AFTERNOON BEFORE THE OTHERS CATCH UP-- I COVERED THE DISTANCE IN MINUTES, AN' I WASN'T EVEN PUSHING! OLD AS I AM, I CAN STILL RUN A FOUR-SECOND MILE! I CAN STILL DO MY JOB, PULL MY OWN WEIGHT!

ALL THAT'S LEFT NOW IS TO WAIT FOR MY BUDDIES, AN' THE SKIRTS. THEY WON'T ESCAPE NOW, WE GOT 'EM BOXED BETWEEN US. COMMANDO'S THE BEST TRACKER THERE IS, AND IF THEY BREAK COVER, I'LL BE SURE TO SPOT 'EM FROM THIS VANTAGE POINT, NAIL 'EM RIGHT AFTER!

PIECE O' CAKE!



LOUIS WAS LOOKIN' PRETTY SOUR. PROBABLY GOT A CLASS-"A" ATTACK OF THE GUILTS.

THESE SLIME DON'T DESERVE IT. PRISCILLA MORRISON DIDN'T CARE BEANS ABOUT THE DECENT KIDS SHE TURNED INTO COKE-FIENDS, AN' WORSE!

WHY SHOULD WE TREAT HER ANY DIFFERENT?

AS FOR STORM--



--WELL, EVEN IF SHE IS A MISTAKE, THEY HAPPEN IN WARTIME. CAN'T BE HELPED. A SMALL SACRIFICE FOR THE GREATER GOOD.

I WONDER, COULD SHE HAVE BEAT ME UP HERE?!



NAH-- NOT A CHAHEY?!?

I HAVE HIM!



BIG DEAL! SHE WON'T KILL THE CREEP!

AN' SO LONG AS ANY OF 'EM REMAIN ALIVE, THEY'LL KEEP COMIN' AFTER ME.

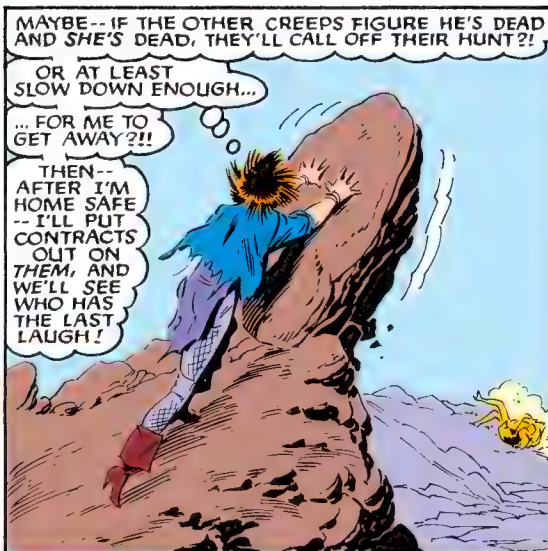
SO WILL STORM, I BET, ONCE WE'RE SAFE, SHE DESPISES ME AS MUCH AS THEY DO, SHE'S ONLY PROTECTING ME OUT OF SOME STUPID SENSE OF HONOR.



MUST STAY CLOSE--

-- KEEP SABRE
TANGLED UP,
OFF-BALANCE--

-- SO HE CANNOT
THROW ANY OF HIS
SUPERSONIC PUNCHES!



MAYBE-- IF THE OTHER CREEPS FIGURE HE'S DEAD
AND SHE'S DEAD, THEY'LL CALL OFF THEIR HUNT?!

OR AT LEAST
SLOW DOWN ENOUGH...

... FOR ME TO
GET AWAY?!!

THEN--
AFTER I'M
HOME SAFE
-- I'LL PUT
CONTRACTS
OUT ON
THEM, AND
WE'LL SEE
WHO HAS
THE LAST
LAUGH!



AVALANCHE!?! PRISCILLA--

WHAT-- ?!

SHE DONE YOU
THE DIRTY, SWEETS!



RUN, MAN, WHILE YOU
HAVE THE CHANCE!

SLOPE'S TOO
UNSTABLE--

-- CAN'T
GET A
DECENT
START--

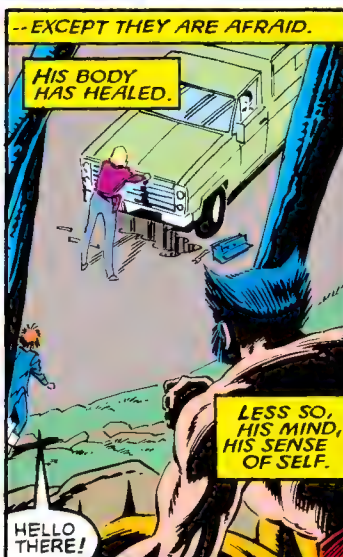
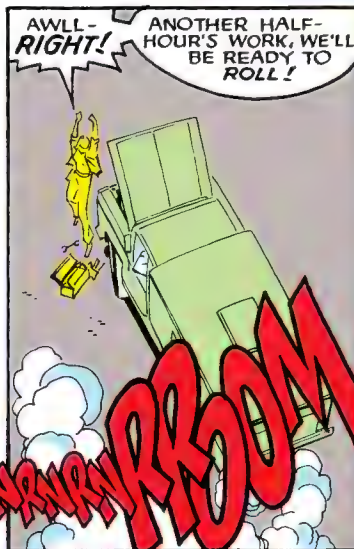
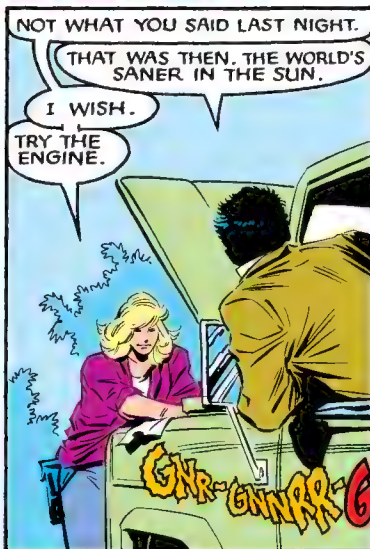
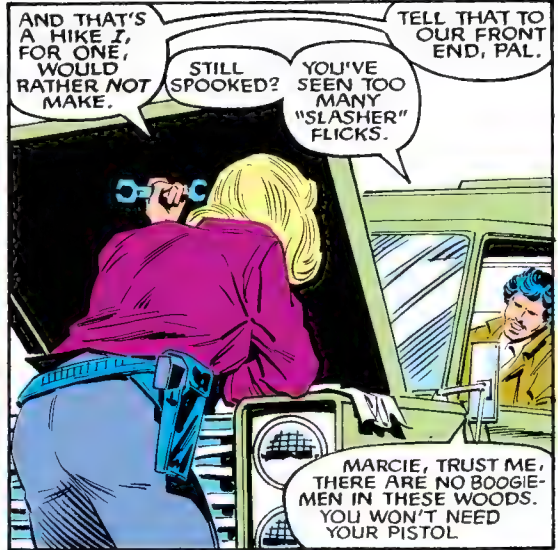
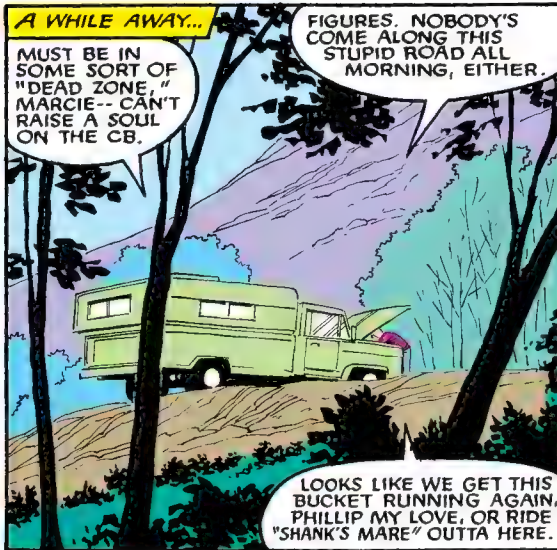


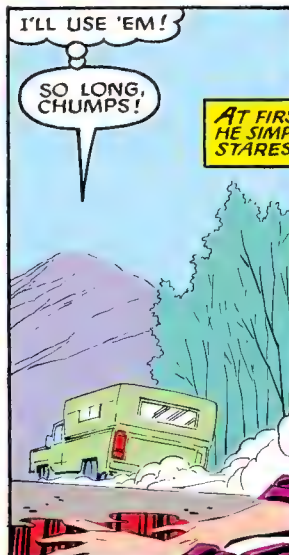
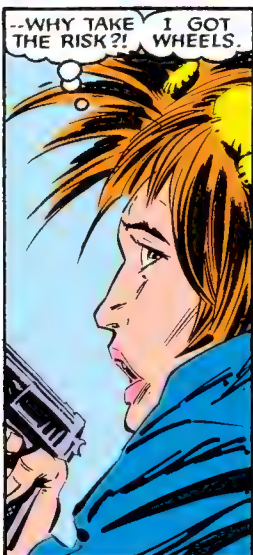
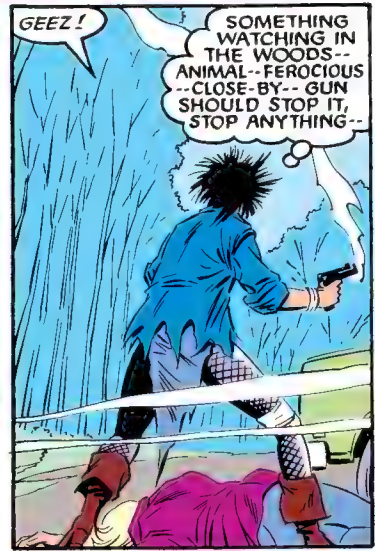
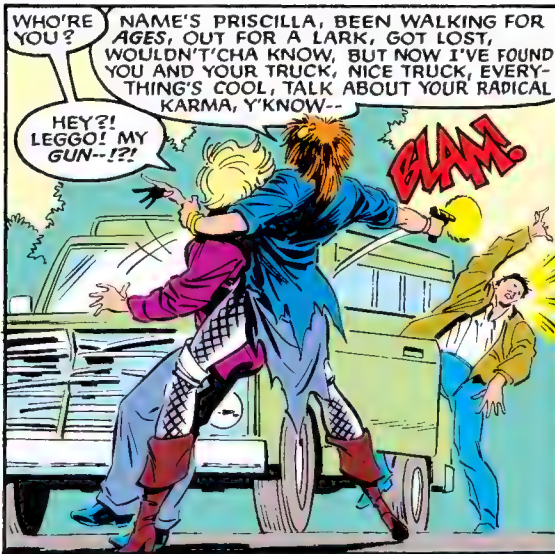
-- KEEP MY
FOOTING--



-- MAINTAIN
MY SPEED--!

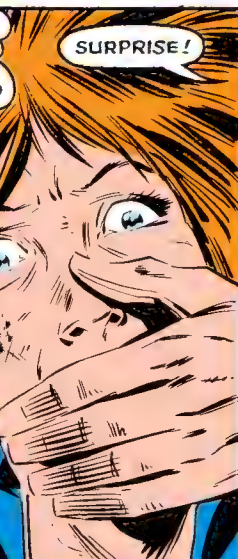
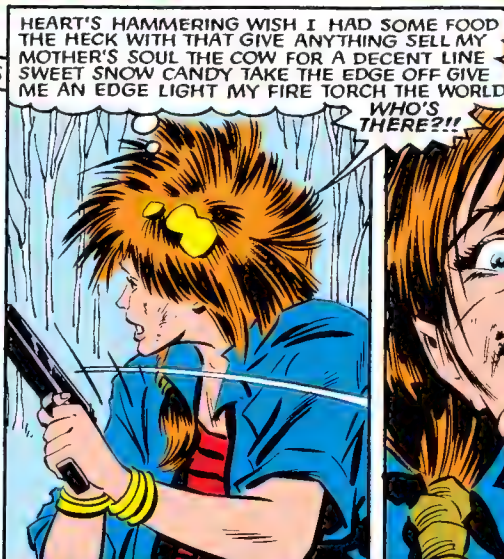
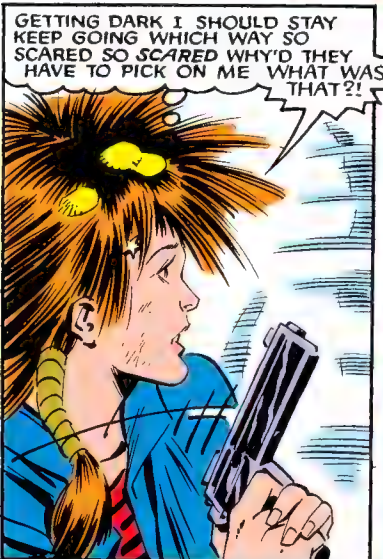
KARAKABOOM

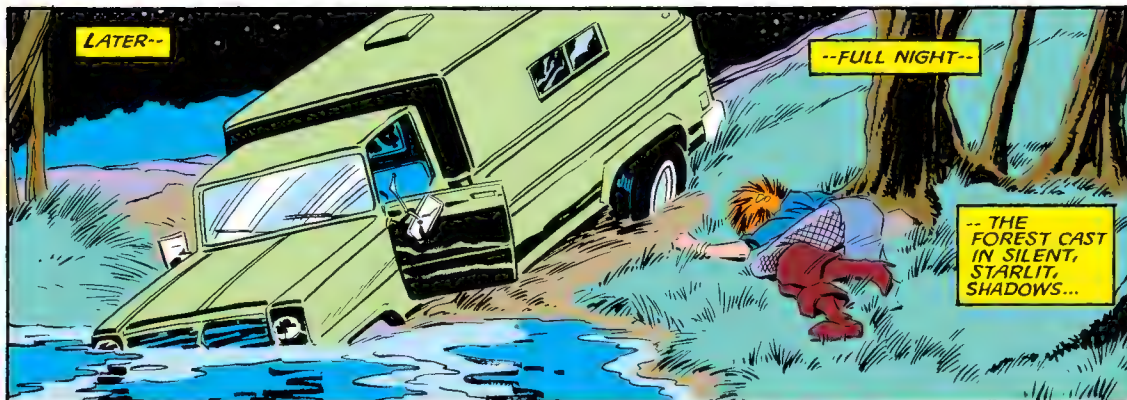




THE
ESCARPMENT...

FOR TWENTY-SEVEN MINUTES, STONEWALL'S BEEN PITCHING BOULDERS HITHER AND YON, IN A DESPERATE SEARCH FOR THE SLIGHTEST SIGN OF SUPER SABRE--UNTIL THE COMMANDO'S QUIET WORDS ABRUPTLY BRING HIM UP SHORT...

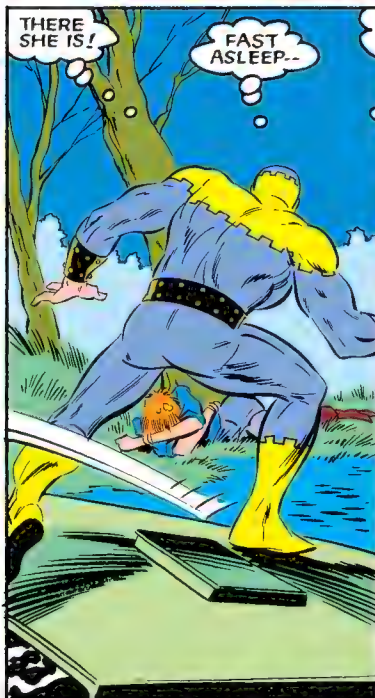




LATER--

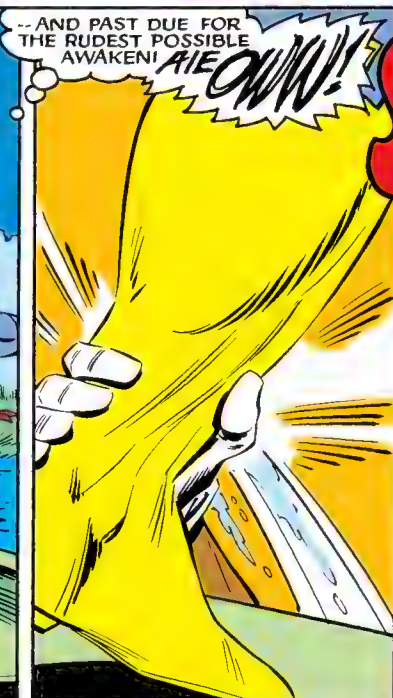
--FULL NIGHT--

-- THE FOREST CAST IN SILENT, STARLIT, SHADOWS...



THERE SHE IS!

FAST ASLEEP--



-- AND PAST DUE FOR THE RUDEST POSSIBLE AWAKEN! AIE OW!



SPLASH!



IT APPEARS STONEWALLS ARE NOT QUITE AS STURDY AS THEY ONCE MIGHT HAVE BEEN.

THIS IS TWICE NOW I HAVE TOPPLED YOU.

THE COMMANDO SAID YOU WERE DEAD!

CONSIDER ME A GHOST, THEN--

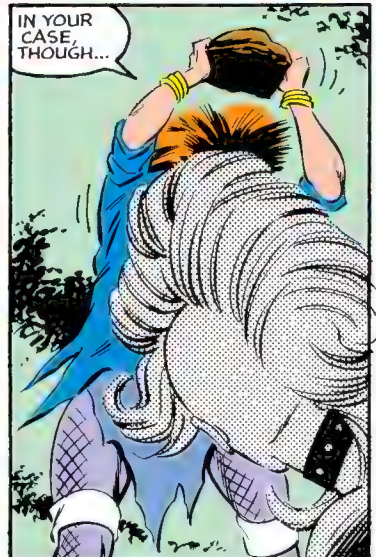
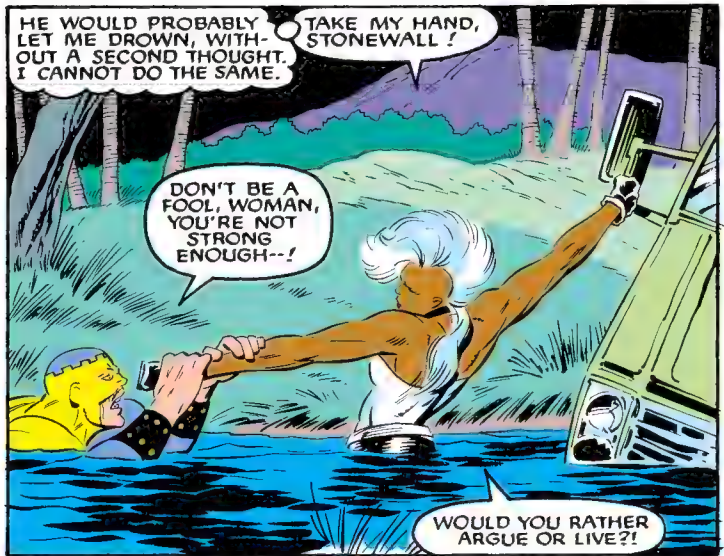


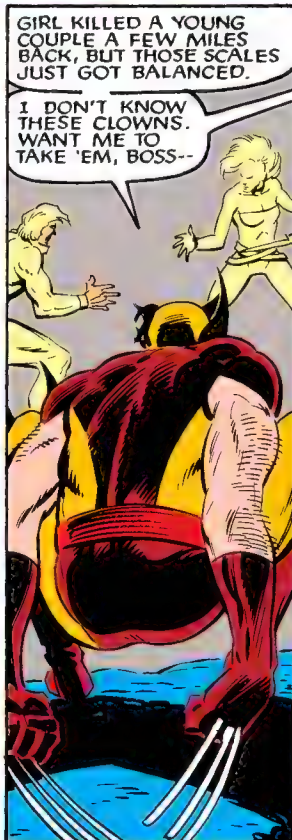
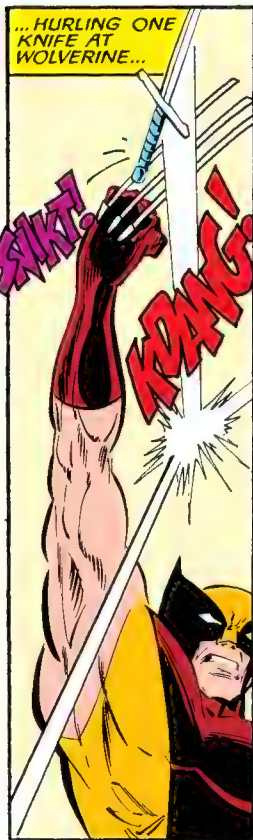
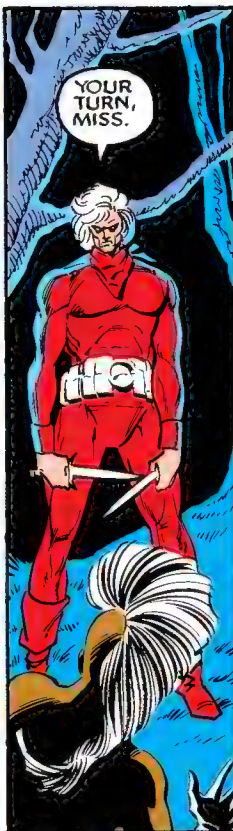
--IF IT MAKES YOU FEEL BETTER.

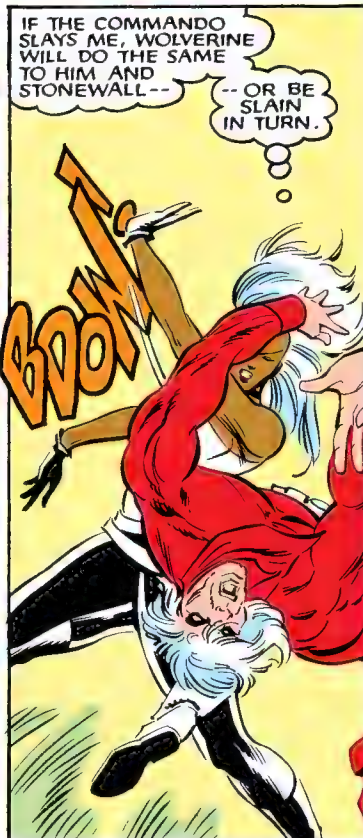
THE MARSH MUD SHOULD SLOW YOU DOWN LONG ENOUGH FOR ME TO DEAL WITH YOUR TEAMMATE.

WAIT! STORM, THIS ISN'T MUD I'M IN, IT'S LIKE QUICK-SAND!

I'M SINKING!!









IF I WIN, I SHALL PROBABLY HAVE TO KILL STONEWALL AS WELL.

EVERY PATH, EVERY OPTION, SEEMS TO END IN BLOOD.

DOES THAT ACCOMPLISH ANYTHING, RESOLVE ANYTHING, MAKE ANYTHING BETTER?!



IS THIS THE WAY THE X-MEN MUST GO?!

OR IS THERE ANOTHER?!

AND IF I CHOOSE THAT ONE...



... IS IT AN ACT OF COURAGE AND MATURITY-- OF LEADERSHIP--

--OR COWARDICE?!



PURE RATIONAL THOUGHT WILL NOT PROVIDE THE ANSWER.



I MUST TRUST TO MY INSTINCTS.



EXCEPT-- THAT IS WHAT THE MARAUDER, MALICE, MADE ALL THE X-MEN AFRAID TO DO:

... TRUST EACH OTHER...

... AND OURSELVES.

I HAVE NO CHOICE.



No!



I...

... YOU DIDN'T...

... I'M NOT...

... DEAD.

YET.

THAT CAN QUICKLY CHANGE.

A TWIST OF MY WRIST, A SLASH OF THIS BLADE ACROSS YOUR THROAT, WILL DO THE TRICK. YOUR BODIES WILL BE CAST INTO THE SWAMP. NO ONE WILL EVER FIND THEM, NONE KNOW WHAT HAPPENED.

YOUR FATE, COMMANDO-- UNLESS THE PAIR OF YOU SURRENDER TO THE STATE AUTHORITIES, CONFESSING FULLY AND COMPLETELY TO YOUR CRIMES.



SHE'S BLUFFING!

GUESS AGAIN, BUB.

BLAZES, THIS TIME SHE REALLY ISN'T! SHE MEANS EVERY FLAMIN' WORD!!



I'M NOT AFRAID TO DIE.

ARE YOU AFRAID THEN TO LIVE?

HAVE YOU SO LITTLE REGARD FOR NAME AND FAMILY--



-- FOR WHO YOU ARE AND WHAT YOU HAVE DONE-- THAT YOU WOULD RATHER VANISH LIKE VERMIN THAN STAND UP FOR YOUR CAUSE?



SO BE IT--!

STORM, WAIT! DON'T!

FRANK, WITH THE LAW--

-- BEFORE A JURY OF OUR PEERS, PEOPLE LIKE US, WHERE WE CAN EXPLAIN...



... AND JUSTIFY OUR ACTIONS -- WE HAVE A CHANCE FOR VINDICATION!

OR WE COULD MAKE OUR STAND HERE. THE ODDS ARE EVEN, STONEY-- WE COULD BEAT THEM.

YOU COULD TRY.



WHY ARE YOU GIVING US THIS CHANCE, STORM? WHY NOT SIMPLY KILL US?

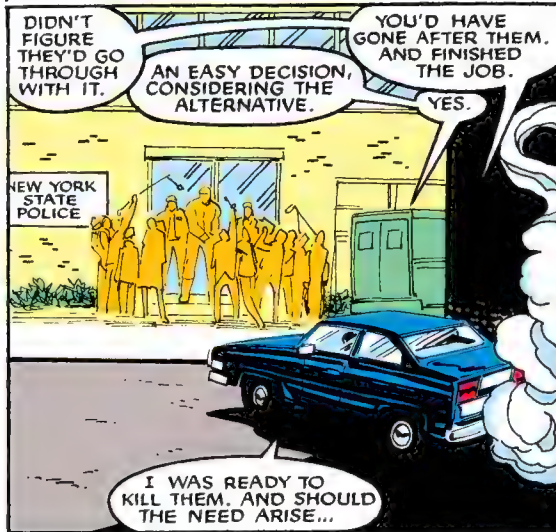
BECAUSE I HAVE NOT FORGOTTEN WHO AND WHAT I AM.

OKAY, WE'LL DO IT YOUR WAY.

INSIDE-- WHERE IT COUNTS, WHERE IT MATTERS-- YOU'RE JUST LIKE US!

NO. TONIGHT, I WAS BETTER!

THE NEXT DAY, IN RUSSELL, NEW YORK...



DIDN'T FIGURE THEY'D GO THROUGH WITH IT.

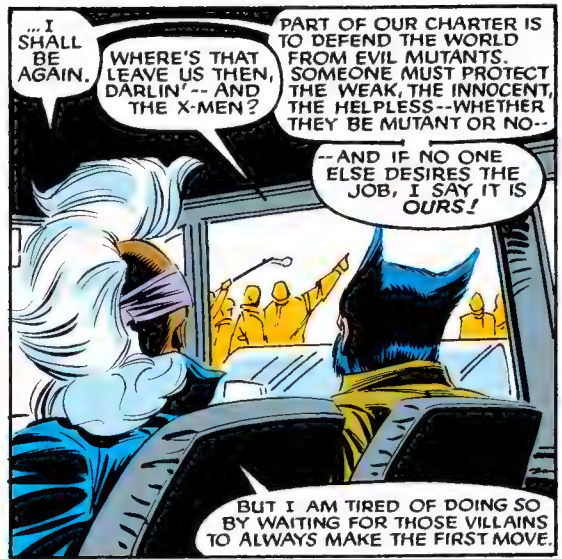
AN EASY DECISION, CONSIDERING THE ALTERNATIVE.

YOU'D HAVE GONE AFTER THEM. AND FINISHED THE JOB.

YES.

NEW YORK STATE POLICE

I WAS READY TO KILL THEM. AND SHOULD THE NEED ARISE...



...I SHALL BE AGAIN.

WHERE'S THAT LEAVE US THEN, DARLIN'-- AND THE X-MEN?

PART OF OUR CHARTER IS TO DEFEND THE WORLD FROM EVIL MUTANTS. SOMEONE MUST PROTECT THE WEAK, THE INNOCENT, THE HELPLESS--WHETHER THEY BE MUTANT OR NO--

--AND IF NO ONE ELSE DESIRES THE JOB, I SAY IT IS OURS!

BUT I AM TIRED OF DOING SO BY WAITING FOR THOSE VILLAINS TO ALWAYS MAKE THE FIRST MOVE.



IF THE MARAUDERS-- AND FILTH LIKE THEM-- DESIRE WAR, I SAY FURTHER WE BRING IT TO THEIR DOORSTEP, RATHER THAN FOREVER FIGHTING ON OUR OWN.

I'M NOT SURE I'M UP TO IT ANYMORE.



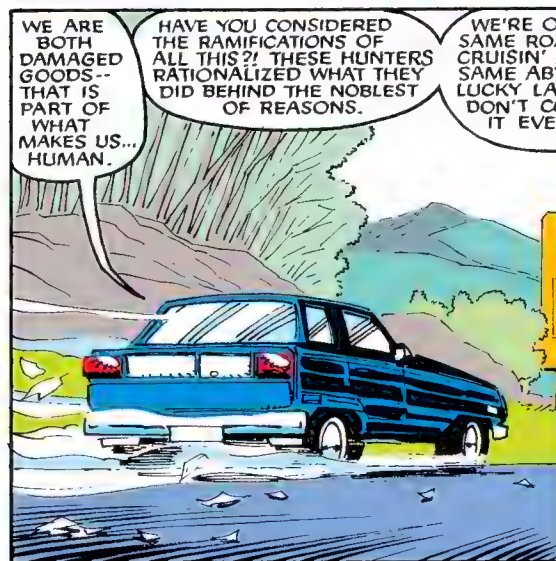
I COULD HAVE STOPPED THAT GIRL, SAVED THOSE TWO KIDS.

WE ALL HAVE OUR GHOSTS, MY FRIEND-- OUR SECRET SHAMES, OUR GUILTS.



DO WE LET THEM RULE US, DO WE CRAWL INTO A HOLE AND HIDE UNTIL OUR BODIES FOLLOW OUR SPIRITS INTO OBLIVION?

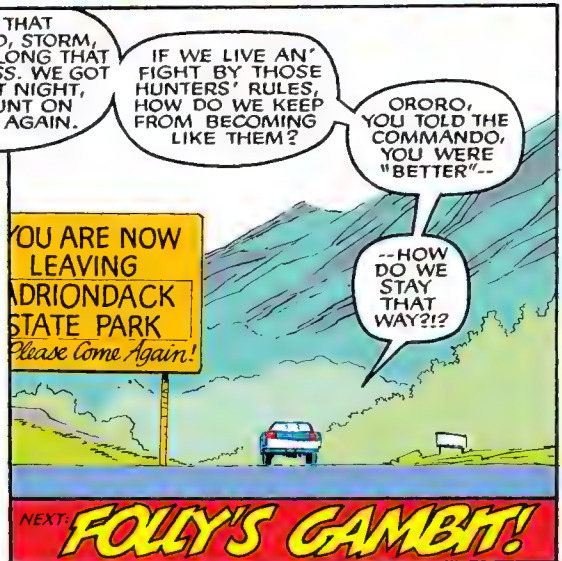
OR DO WE ACCEPT OUR MISTAKES AND TRY TO LEARN FROM THEM?



WE ARE BOTH DAMAGED GOODS-- THAT IS PART OF WHAT MAKES US... HUMAN.

HAVE YOU CONSIDERED THE RAMIFICATIONS OF ALL THIS?! THESE HUNTERS RATIONALIZED WHAT THEY DID BEHIND THE NOBLEST OF REASONS.

WE'RE ON THAT SAME ROAD, STORM, CRUISIN' ALONG THAT SAME ABYSS. WE GOT LUCKY LAST NIGHT, DON'T COUNT ON IT EVER AGAIN.



IF WE LIVE AN' FIGHT BY THOSE HUNTERS' RULES, HOW DO WE KEEP FROM BECOMING LIKE THEM?

ORORO, YOU TOLD THE COMMANDO, YOU WERE "BETTER"--

--HOW DO WE STAY THAT WAY???

YOU ARE NOW LEAVING ADIRONDACK STATE PARK
Please Come Again!

NEXT: **FOLLY'S GAMBIT!**

MARVEL

THE UNCANNY

X-MEN



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MAY
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APPROVED
BY THE
COMICS
CODE
AUTHORITY



SMO WHITEK

ABOVE CAPE WRATH-- ON THE NORTH COAST OF SCOTLAND-- IS A LONELY SLAB OF ROCK, JUTTING OUT OF A SEA THAT'S SILVER-SLASHED OBSIDIAN, ROLLING IN THE LIGHT OF THE JUST-RISEN MOON.

MUIR ISLE.

REMOTE, DESOLATELY BEAUTIFUL--
LAND AS HARD AS THE WIND THAT
WHIPS DOWN FROM THE POLE...

... AS HARD AS THIS
WOMAN, FLEEING
FOR HER LIFE.

SHE WAS BORN
ELIZABETH BRADDOCK.

SHE'S CALLED
PSYLOCKE.

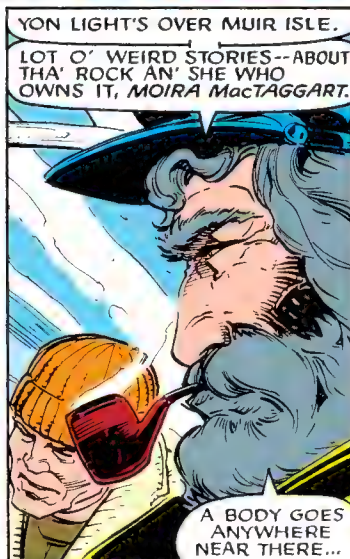
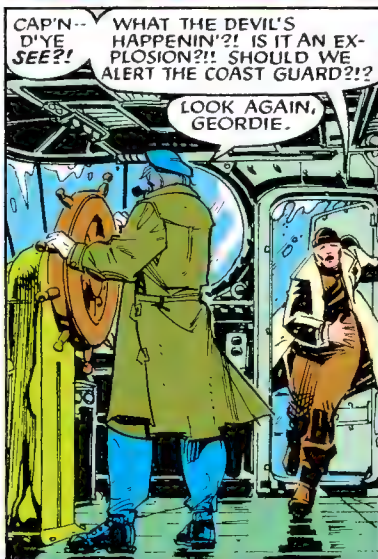
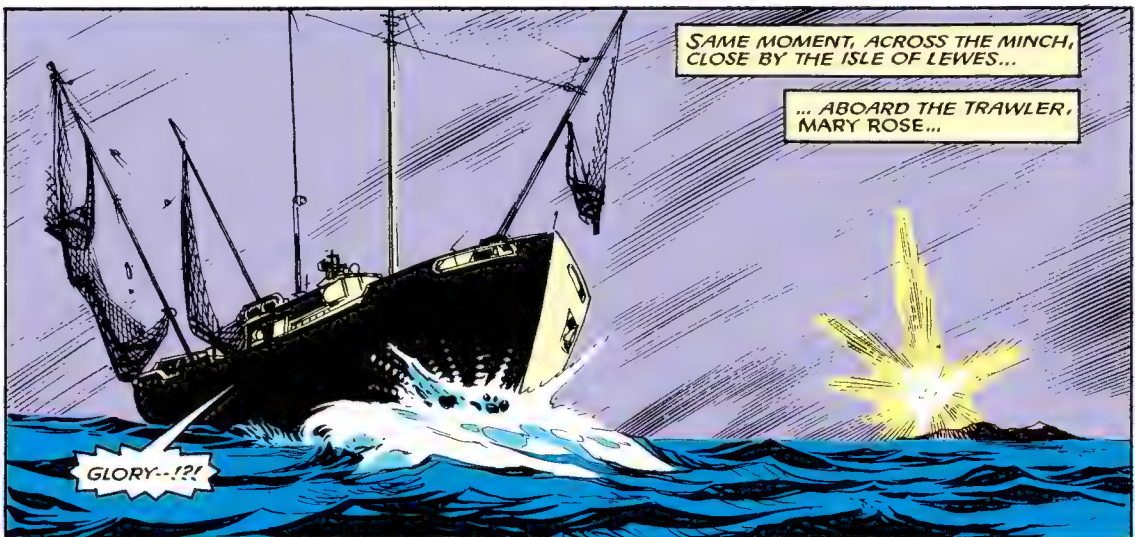
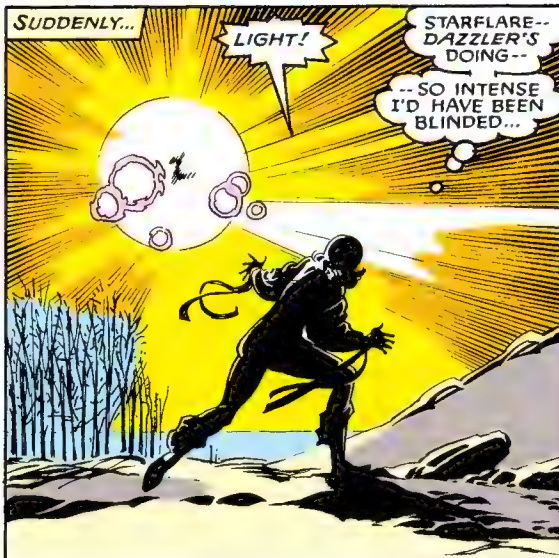
MUTANT. TELEPATH.
PSYCHO-BLASTER. ONE
OF THE NEW MEMBERS
OF THAT TEAM OF
OUTCAST HEROES, THE
UNCANNY **X-MEN!**

CHRIS CLAREMONT, WRITER
JACKSON GUICE, PENCILER
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OLIVER E SCOTESI, COLORISTS
ANN NOCENTI, EDITOR
JIM SHOOTER, EDITOR IN CHIEF

° STAN LEE PRESENTS

FOLLY'S GAMBIT





SAME MOMENT, ABOVE THE ISLE...

SMART
MOVE,
SUGAR.

THAT FLASH CAN BE
SEEN FOR MILES. WE'RE
TRYIN' TO KEEP A LOW
PROFILE HERE,
REMEMBER?

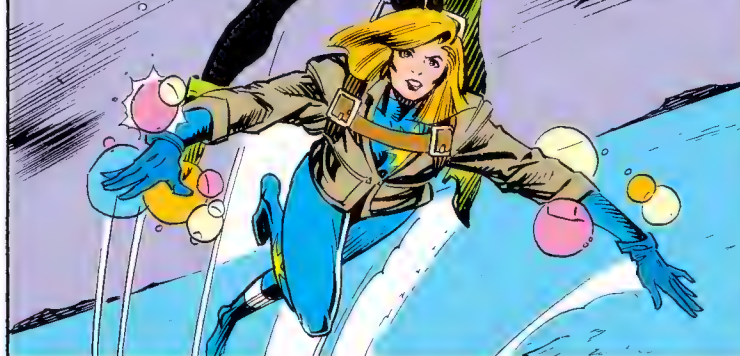
I KNOW WHAT
I'M DOING,
ROGUE.

I DID FINE ON
MY OWN BEFORE I
JOINED THE X-MEN. I
WAS GOOD ENOUGH
TO CLOBBER YOU,
EACH TIME YOU
TRIED TO KILL ME!

AH WAS
CRAZY THEN,
DAZZLER-- BUT
YOU DON'T
BELIEVE THAT.
AN' STILL DON'T
TRUST ME.

SAINTS,
GIRL-- YOU
SOUND LIKE
YOU BEAR A
GRUDGE!

CAN'T
IMAGINE
WHY--
"SUGAR."



SHE'S RIGHT, THOUGH.

I OVERDID THE
FLARE. I'M TRYING
TOO HARD, SHOWING
OFF TO PROVE MY-
SELF-- BUT I'LL
NEVER LET
ROGUE KNOW.

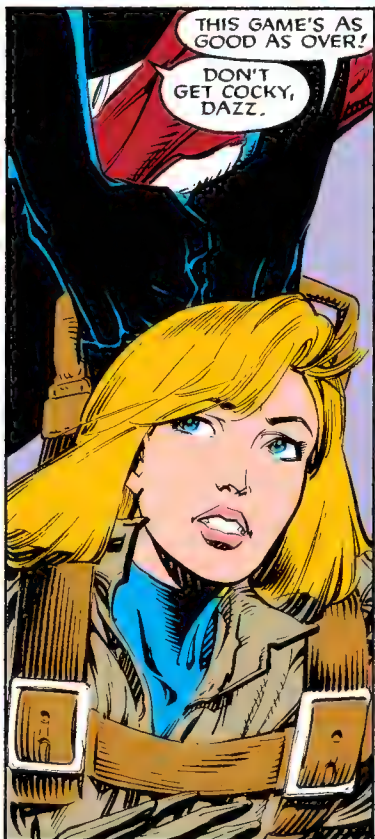


THERE'S
PSYLOCKE!

I TOLD YOU
MY FLARE WOULD
DAZZLE HER. SHE'LL
BE VIRTUALLY
BLIND UNTIL HER
EYES READAPT TO
THE DARKNESS.
BY THEN, WE'LL
HAVE HER!

THIS GAME'S AS
GOOD AS OVER!

DON'T
GET COCKY,
DAZZ.



LADY'S
TOUGHER
THAN SHE
LOOKS.

STAY
LOOSE. AH'LL
HANDLE THE
REST.



SEEMS
AWFULLY
EASY. I
THOUGHT
THIS WOULD
BE A REAL
TEST OF OUR
POWERS AND
SKILLS.

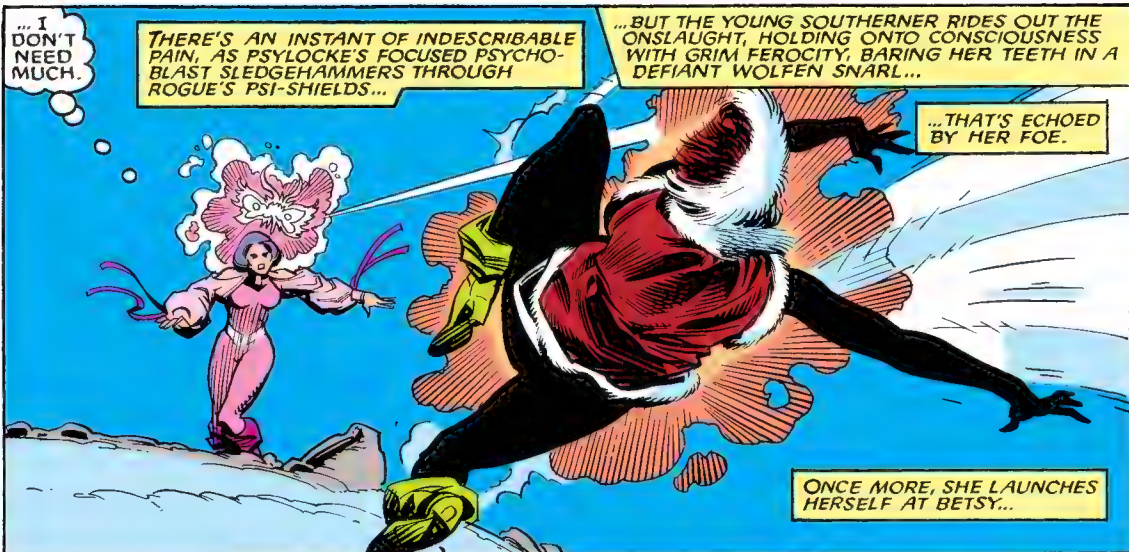
POOR CHILD.
HAS SHE
FORGOTTEN
I CAN "HEAR"
HER EVERY
THOUGHT?

ROGUE'S UNIQUE
PSYCHIC NATURE...



... LIMITS
MY
ACCESS TO
HER MIND.

BUT FOR
WHAT I
PLAN...



... I DON'T NEED MUCH.

THERE'S AN INSTANT OF INDESCRIBABLE PAIN, AS PSYLOCKE'S FOCUSED PSYCHO-BLAST SLEDGEHAMMERS THROUGH ROGUE'S PSI-SHIELDS...

...BUT THE YOUNG SOUTHERNER RIDES OUT THE ONSLAUGHT, HOLDING ONTO CONSCIOUSNESS WITH GRIM FEROCITY, BARING HER TEETH IN A DEFIANT WOLFEN SNARL...

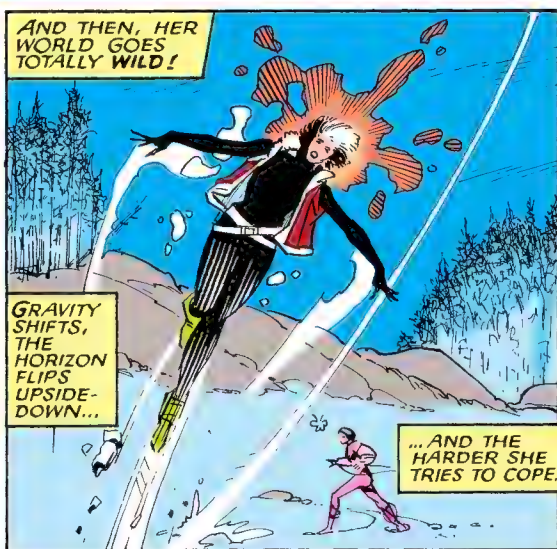
...THAT'S ECHOED BY HER FOE.

ONCE MORE, SHE LAUNCHES HERSELF AT BETSY...



... ONLY THE OTHER WOMAN IS NO LONGER THERE!

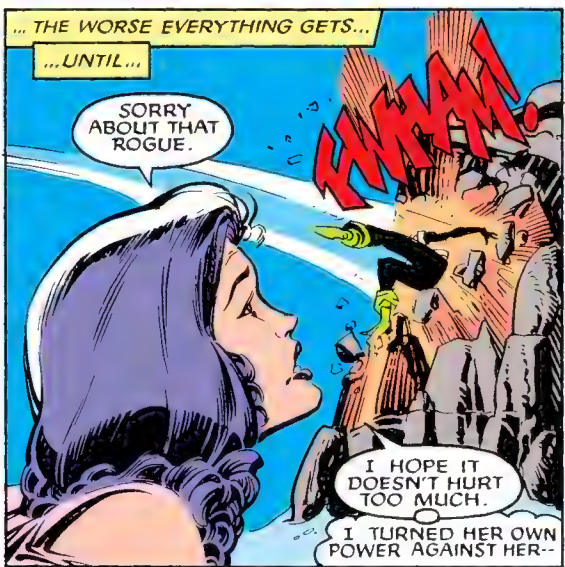
ROGUE TRIES AGAIN, MISSES AGAIN...



AND THEN, HER WORLD GOES TOTALLY WILD!

GRAVITY SHIFTS, THE HORIZON FLIPS UPSIDE-DOWN...

...AND THE HARDER SHE TRIES TO COPE...



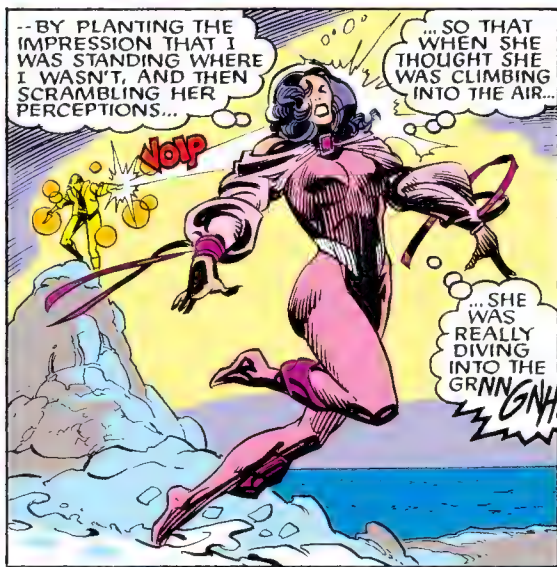
... THE WORSE EVERYTHING GETS...

...UNTIL...

SORRY ABOUT THAT ROGUE.

I HOPE IT DOESN'T HURT TOO MUCH.

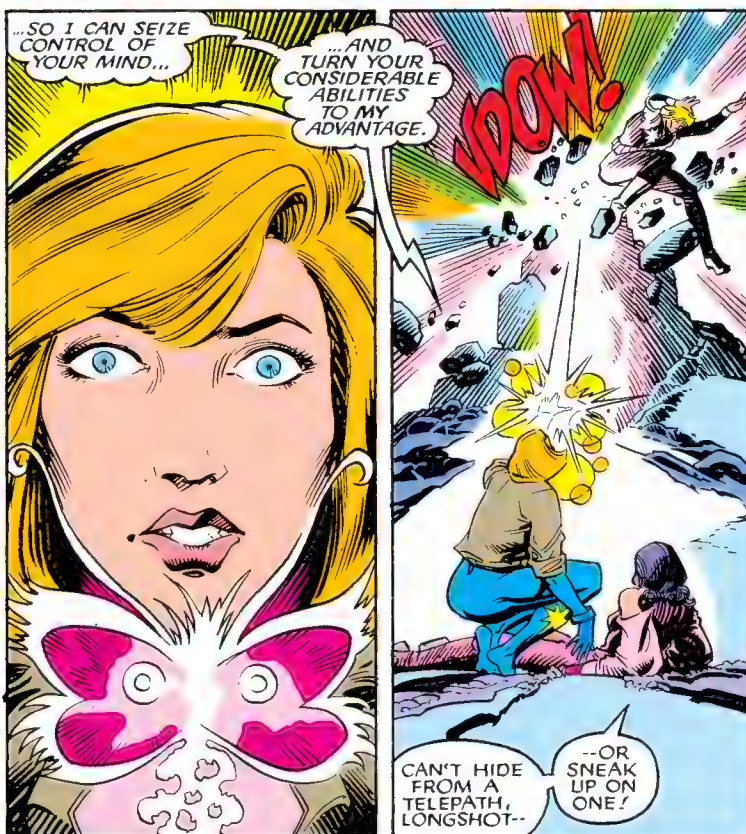
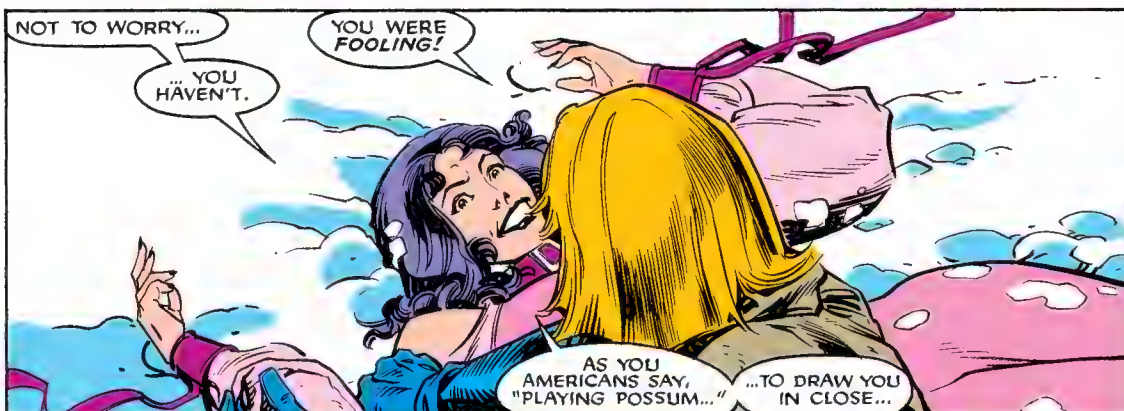
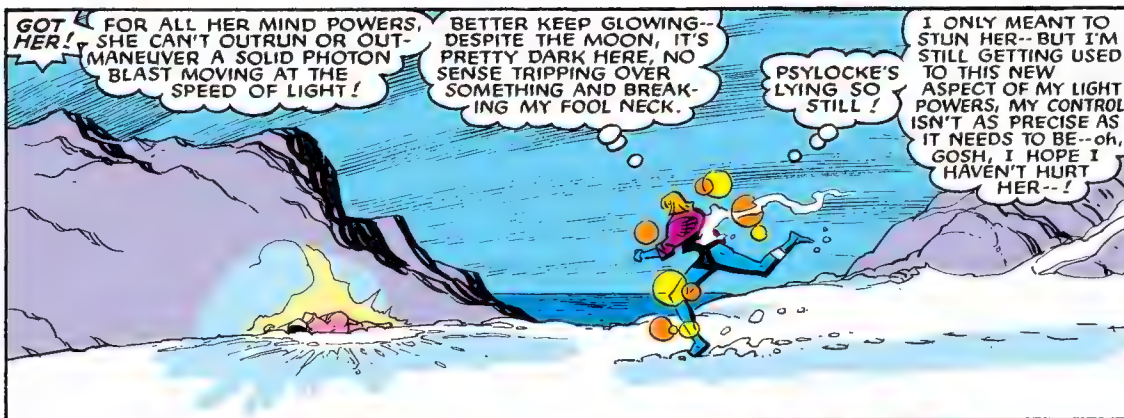
I TURNED HER OWN POWER AGAINST HER...

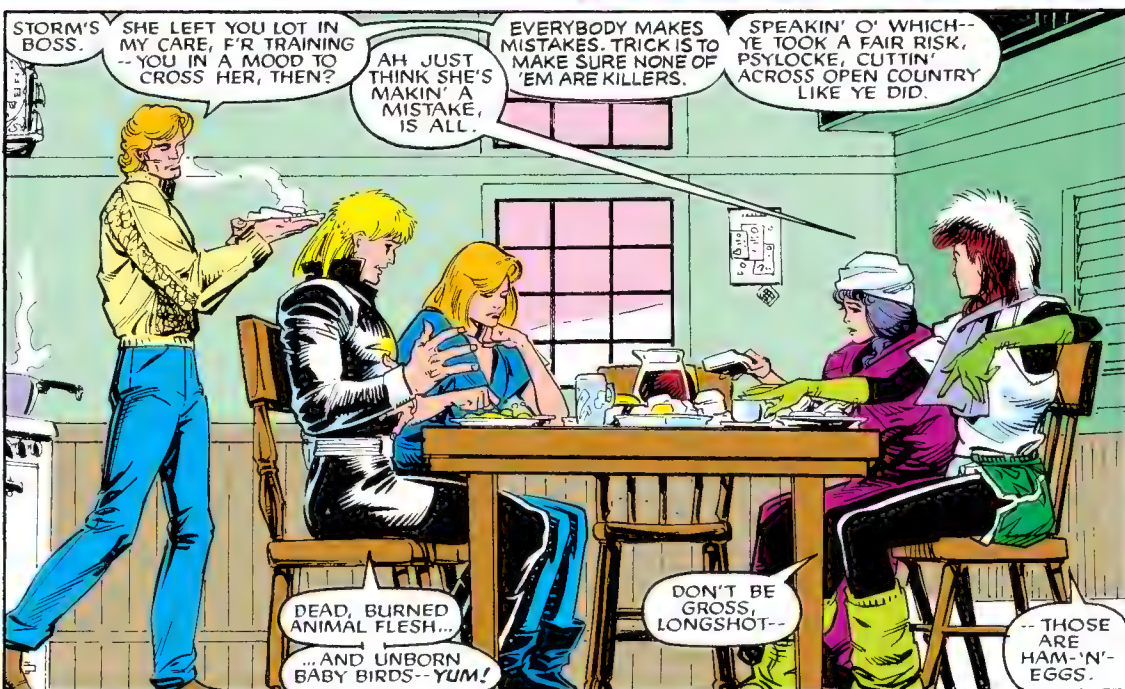
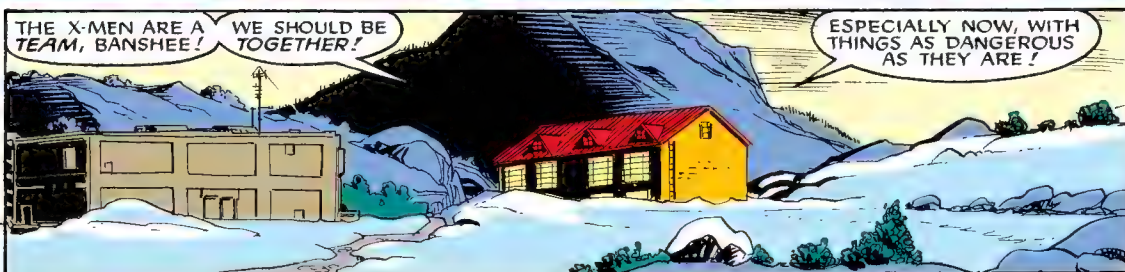


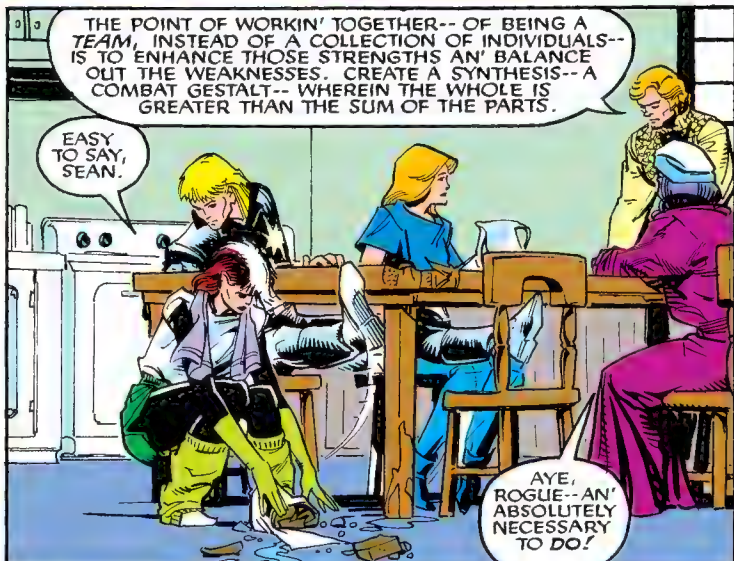
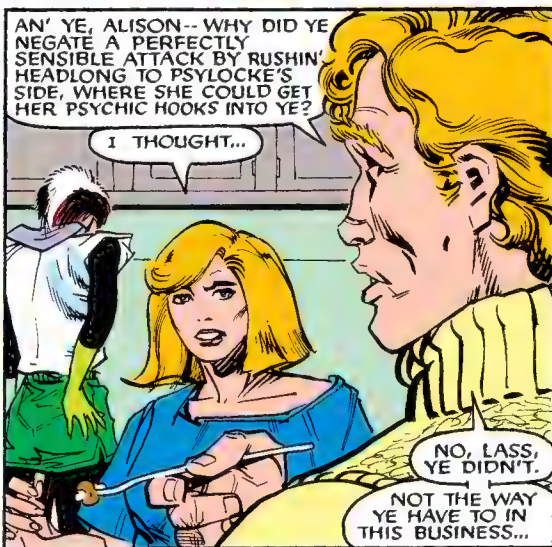
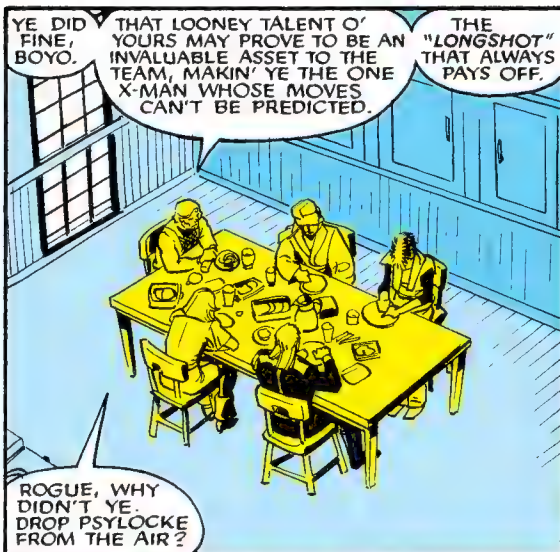
--BY PLANTING THE IMPRESSION THAT I WAS STANDING WHERE I WASN'T, AND THEN SCRAMBLING HER PERCEPTIONS...

...SO THAT WHEN SHE THOUGHT SHE WAS CLIMBING INTO THE AIR...

...SHE WAS REALLY DIVING INTO THE GRN!







NOT FAR FROM THE HOUSE...
...IS THE ENTRANCE TO MOIRA Mac-TAGGART'S UNDERGROUND RESEARCH COMPLEX.

A DOCTOR OF MEDICINE AND GENETICS, SHE'S SPENT THE WHOLE OF HER ADULT LIFE EXPLORING THE WONDERS AND MYSTERIES OF PARA-HUMAN MUTATION.

SHE'S BEEN A FRIEND TO THE X-MEN FOR YEARS.

BUT IN ALL THAT TIME SHE'S NEVER FELT SO THREATENED, OR LOOKED TOWARD SO BLEAK AND HOSTILE A FUTURE.

THE HOSPITAL WING IS FULL TO BURSTING...

...WITH THE FEW SURVIVORS OF A MASSACRE THAT DECIMATED BOTH X-MEN AND ANOTHER BAND OF OUTCAST MUTANTS, CALLED THE MORLOCKS.

ONLY ONE MORLOCK IS AMBULATORY, THEIR LEADER CALLISTO.

HOW'S THE BUTCHER'S BILL, DOC?

NOBODY DIED LAST NIGHT.

YOU DON'T SOUND THRILLED.

THERE ARE BORDERLINE CASES I'M PRETTY SURE WE'LL LOSE, PATIENTS WHO'D PULL THROUGH IF THEY ONLY HAD THE WILL.

BETTER OFF DEAD, THEN.

IF THEIR SPIRITS ARE BROKE, WORLD'S GOT NO PLACE FOR 'EM.

I WONDER, DOES THAT APPLY TO THE X-MEN AS WELL?



I WORRY ABOUT STORM AND WOLVERINE-- HOW WELL ARE THEY COPING?

I SUSPECT THEY'VE BEEN SCARRED BY THIS-- MORE DEEPLY THAN THEY LET ON.

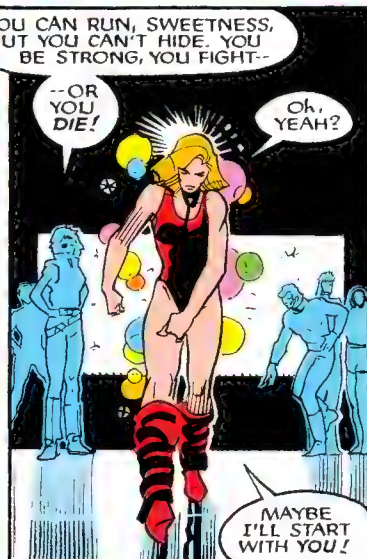
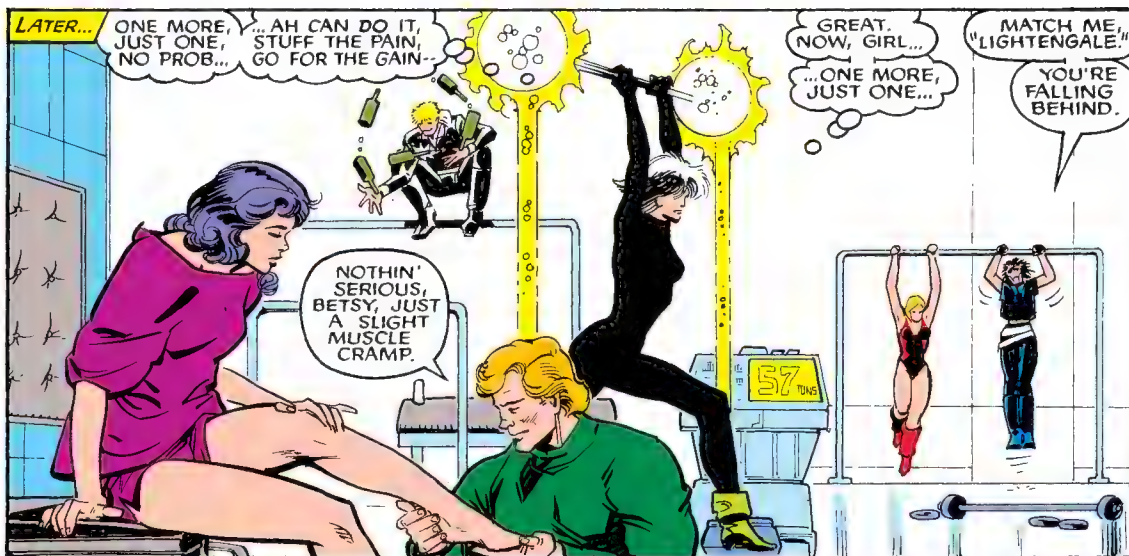


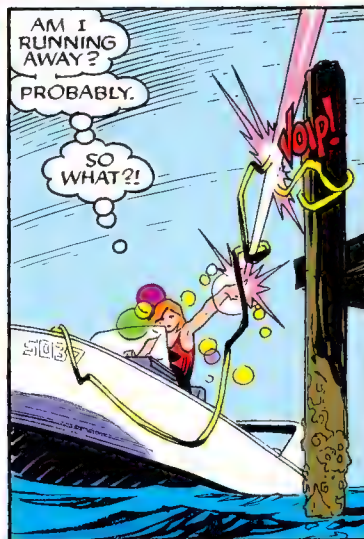
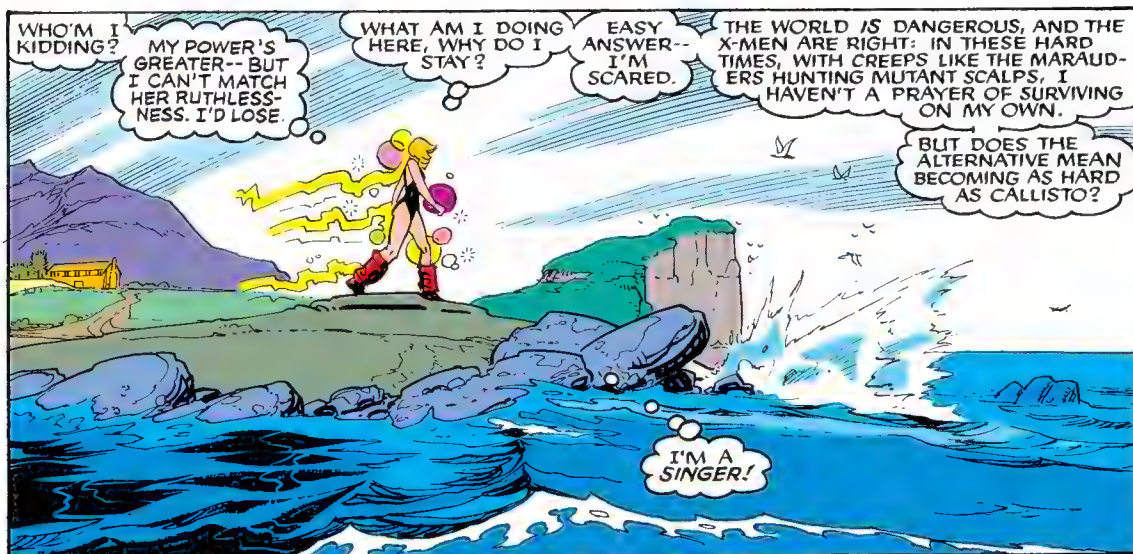
AND WITHOUT THEM TO PROVIDE THE CORE FOR THE NEW TEAM TO BUILD ON...

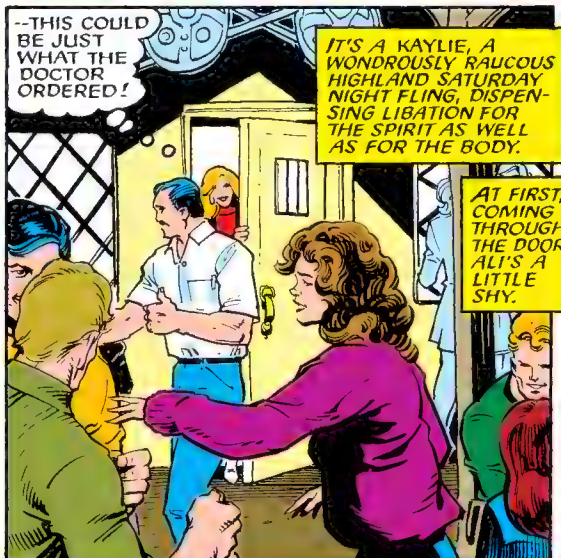
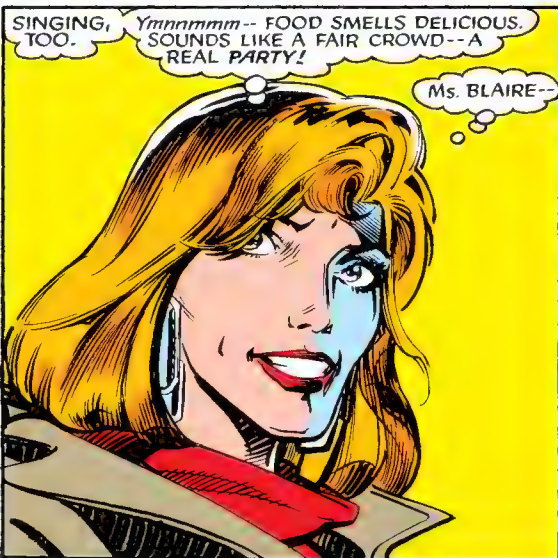
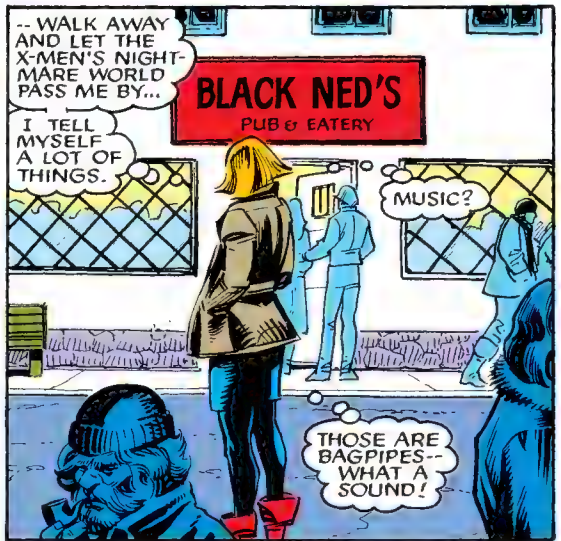
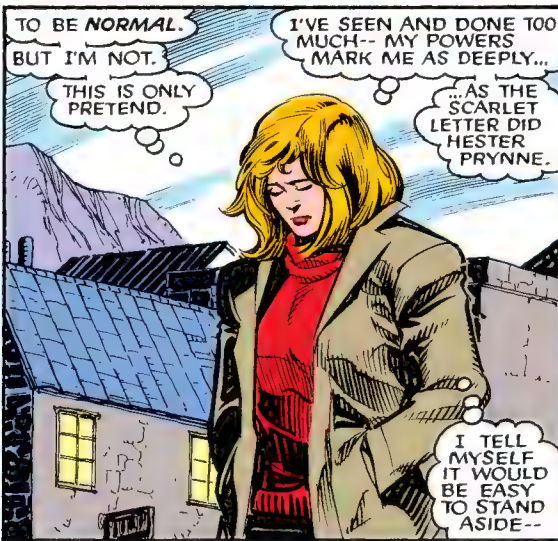
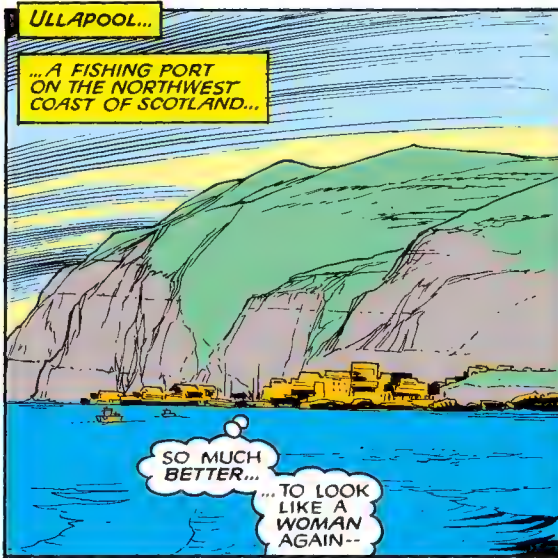
...HOW WILL THE X-MEN ENDURE?!

THEY WON'T.









THEN, SHE DISCOVERS, THERE ARE NO STRANGERS HERE.

OCH, AYE--FROM AMERICA ARE YUS, MISS BLAIRE -- WULL, THA'S VERRA NICE.

TOBY, THERE, HAS COUSINS IN NEW YORK, MIGHT YUS HA' MET 'EM?

ANYTHING'S, er, POSSIBLE.

WULL, TOSS YUIR COAT AN' PICK A PEW.

FOOD'S ON TABLE, DRINKS AT THE BAR...

... AN', IF YOU'VE A MIND, THERE'S A WEE BOX SET ASIDE FOR DONATIONS. ENJOY, LASSIE!



AND ALISON DOES.

WITH A VENGEANCE.

DANCING 'TIL HER LUNGS ACHE AND HER BODY GLOWS...

... NEVER LACKING FOR A PARTNER...

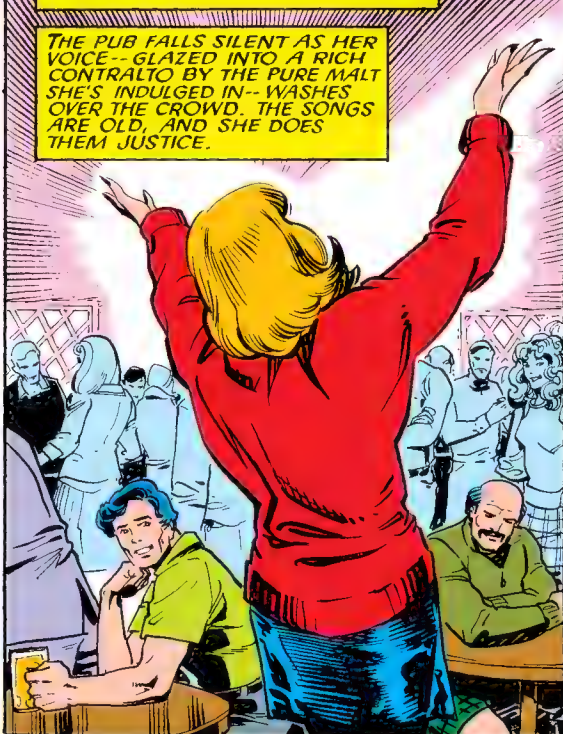
... BASKING IN THEIR SMILES, THEIR TOUCH.



EVERY SO OFTEN, A MAN OR WOMAN JOINS THE BAND, TO PLAY A TUNE WITH THEM OR TRY A SONG. SOME ARE GOOD, OTHERS LESS SO, NOBODY MINDS.

FINALLY, ALISON TAKES HER TURN.

THE PUB FALLS SILENT AS HER VOICE-- GLAZED INTO A RICH CONTRALTO BY THE PURE MALT SHE'S INDULGED IN-- WASHES OVER THE CROWD. THE SONGS ARE OLD, AND SHE DOES THEM JUSTICE.



THERE ARE AS MANY TEARS WHEN SHE'S DONE AS CHEERS.

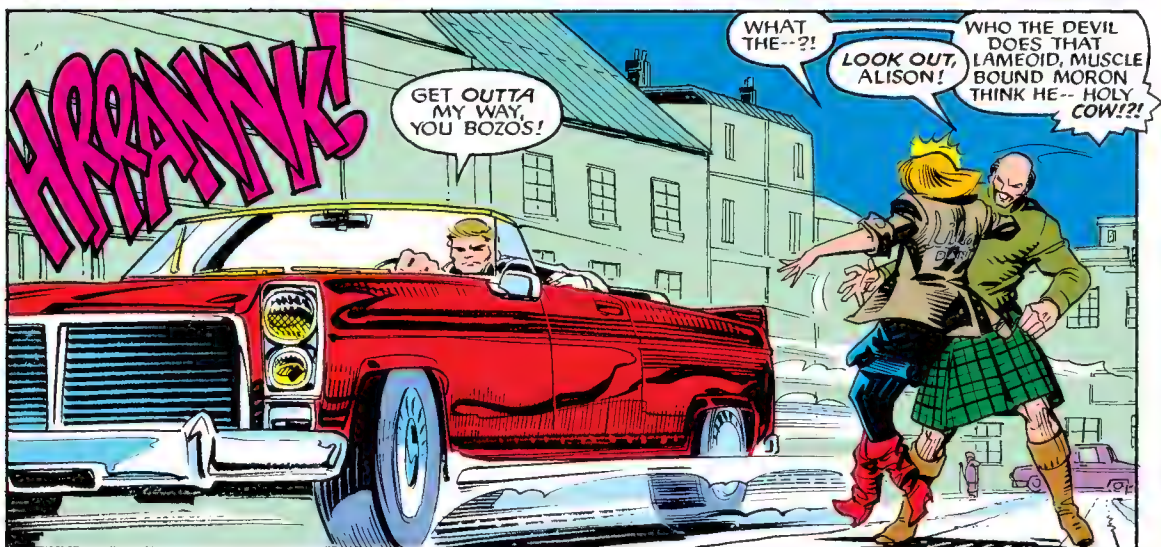
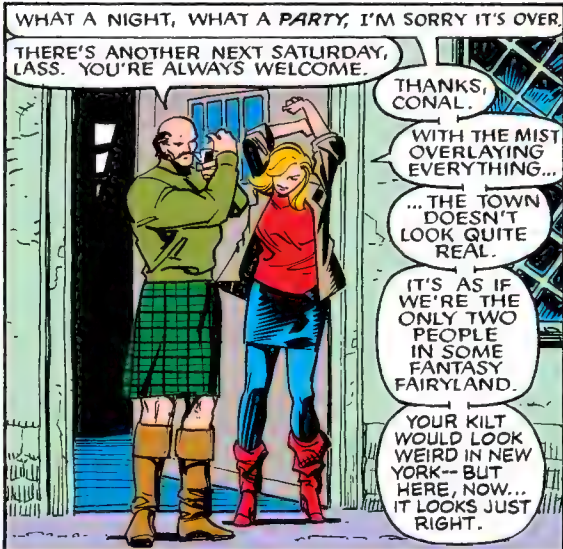
THE NIGHT PROGRESSES-- DANCES SLOW, DANCERS MOVE CLOSER.

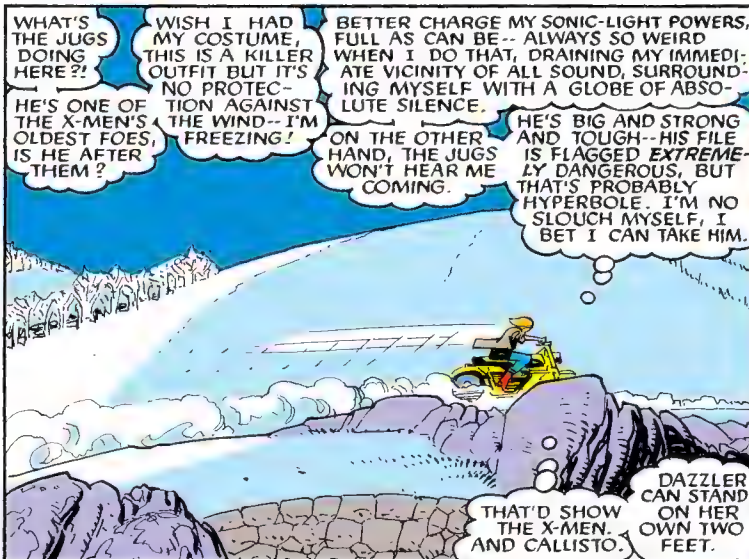
GENTLE FLIRTATIONS BECOME SOMETHING MORE SERIOUS.

IT'S BEEN TOO LONG SINCE ALI WAS THIS HAPPY.



SHE MEANS TO SAVOR EVERY MOMENT.





WHAT'S THE JUGS DOING HERE??

HE'S ONE OF THE X-MEN'S OLDEST FOES, IS HE AFTER THEM?

WISH I HAD MY COSTUME, THIS IS A KILLER OUTFIT BUT IT'S NO PROTECTION AGAINST THE WIND-- I'M FREEZING!

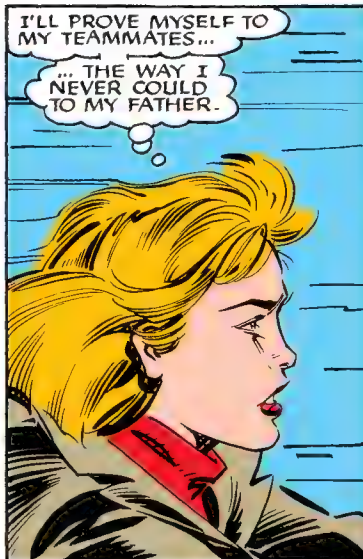
BETTER CHARGE MY SONIC-LIGHT POWERS, FULL AS CAN BE-- ALWAYS SO WEIRD WHEN I DO THAT, DRAINING MY IMMEDIATE VICINITY OF ALL SOUND, SURROUNDING MYSELF WITH A GLOBE OF ABSOLUTE SILENCE.

ON THE OTHER HAND, THE JUGS WON'T HEAR ME COMING.

HE'S BIG AND STRONG AND TOUGH-- HIS FILE IS FLAGGED **EXTREMELY DANGEROUS**, BUT THAT'S PROBABLY HYPERBOLE. I'M NO SLOUCH MYSELF, I BET I CAN TAKE HIM.

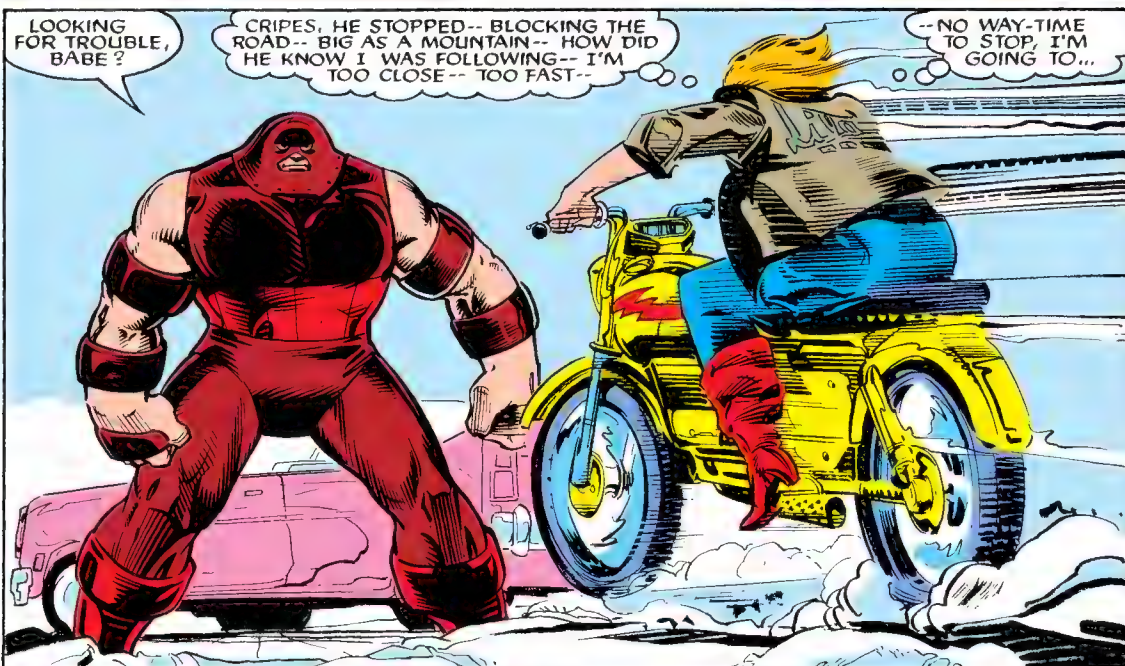
THAT'D SHOW THE X-MEN. AND CALLISTO.

DAZZLER CAN STAND ON HER OWN TWO FEET.



I'LL PROVE MYSELF TO MY TEAMMATES...

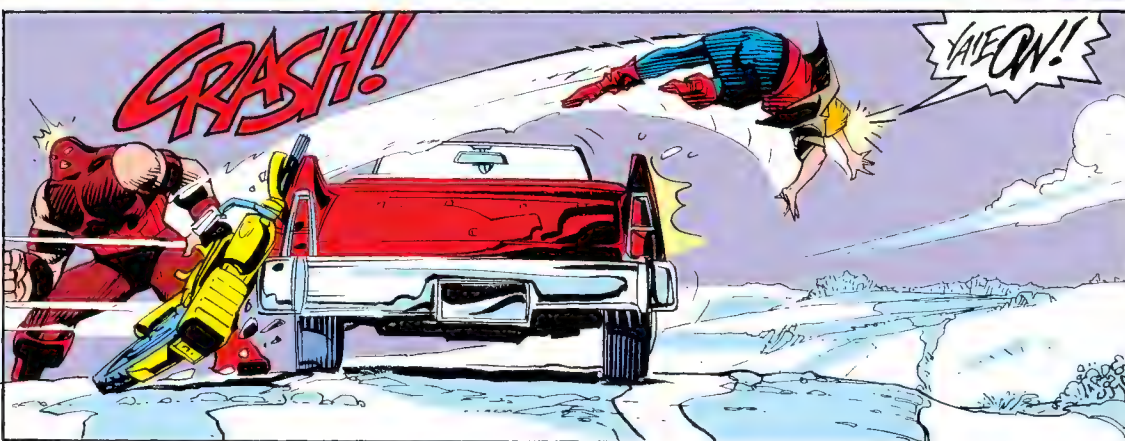
... THE WAY I NEVER COULD TO MY FATHER.



LOOKING FOR TROUBLE, BABE?

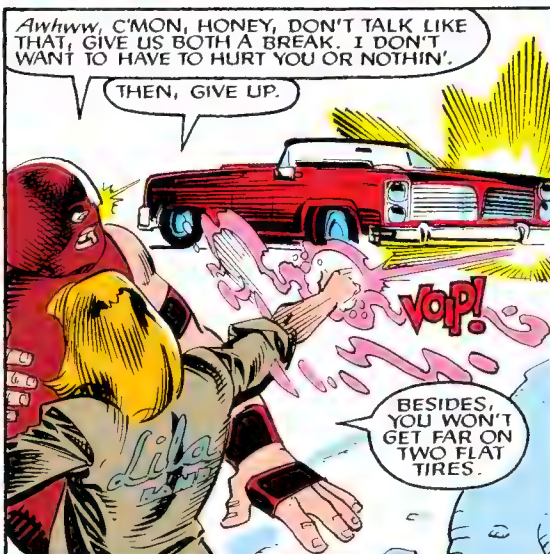
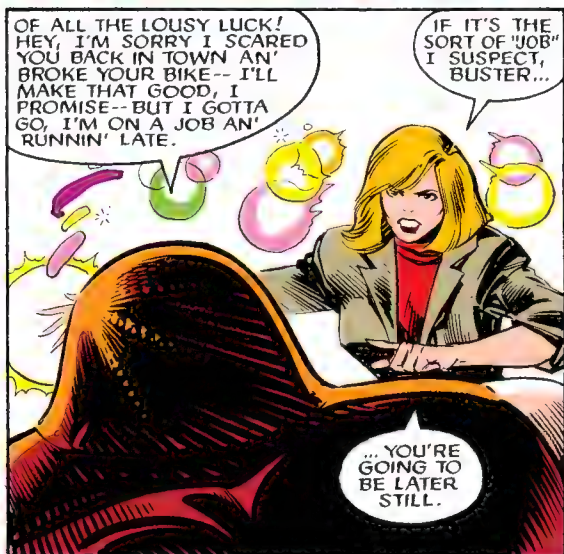
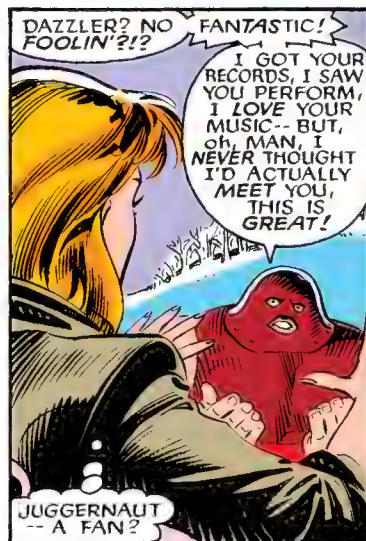
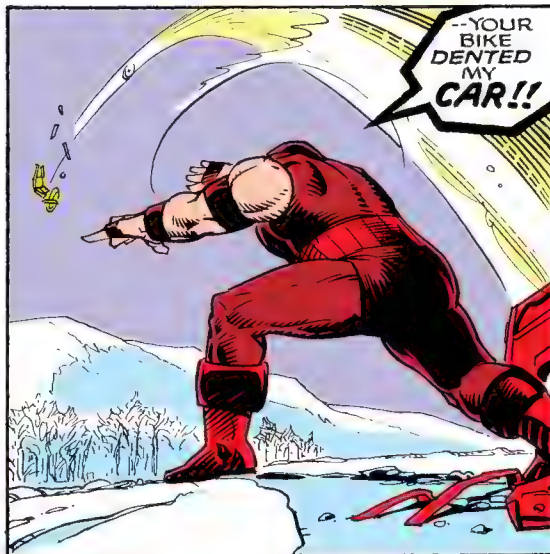
CRIPES, HE STOPPED-- BLOCKING THE ROAD-- BIG AS A MOUNTAIN-- HOW DID HE KNOW I WAS FOLLOWING-- I'M TOO CLOSE-- TOO FAST--

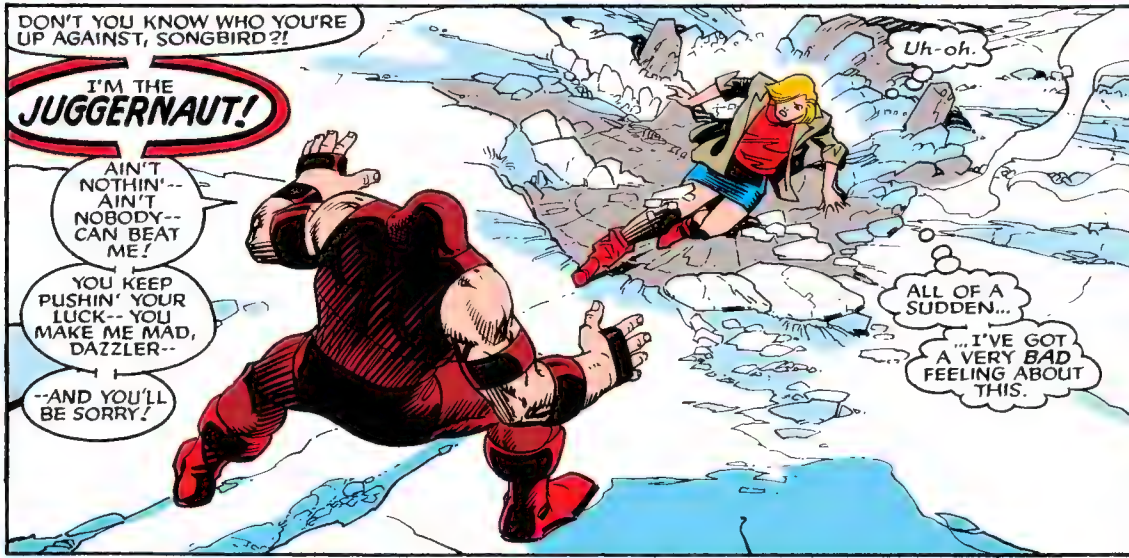
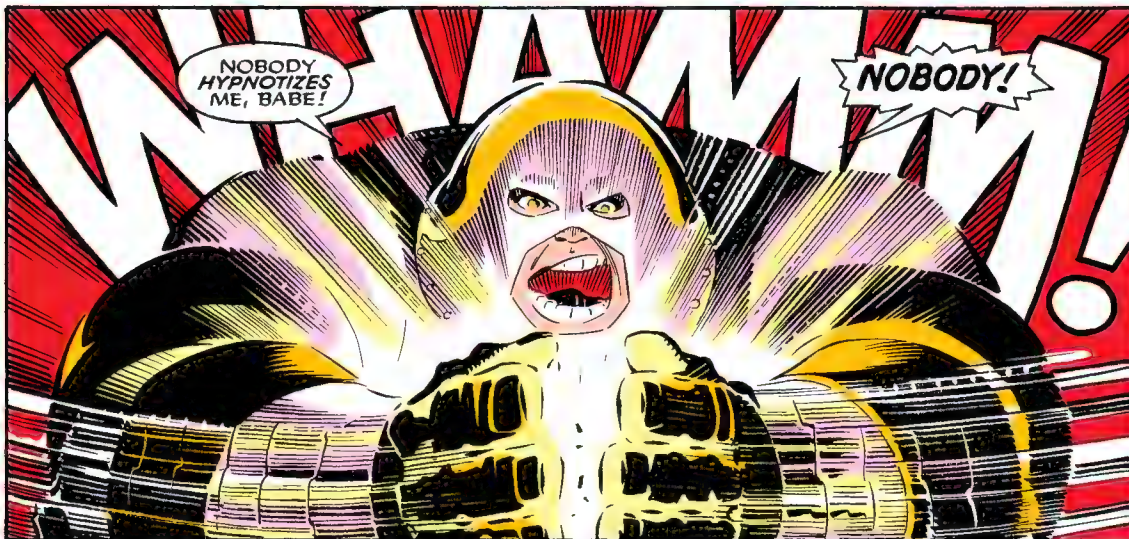
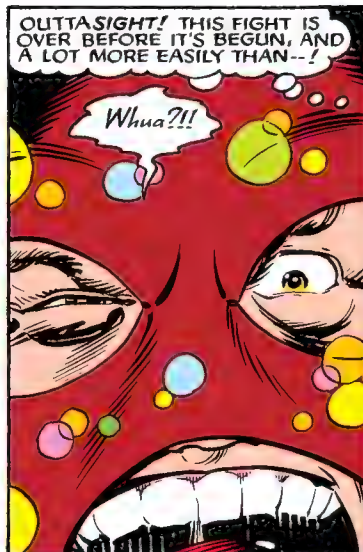
--NO WAY--TIME TO STOP, I'M GOING TO...

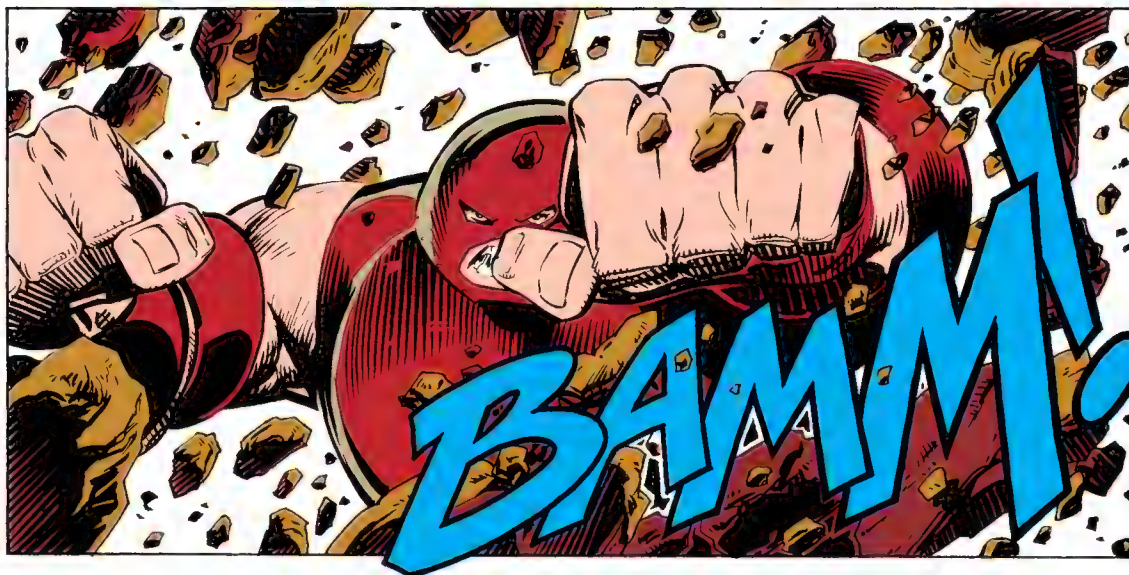
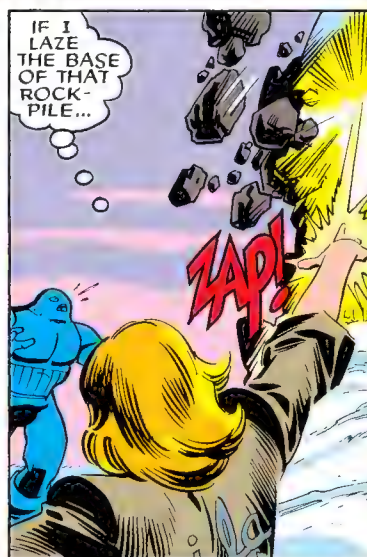


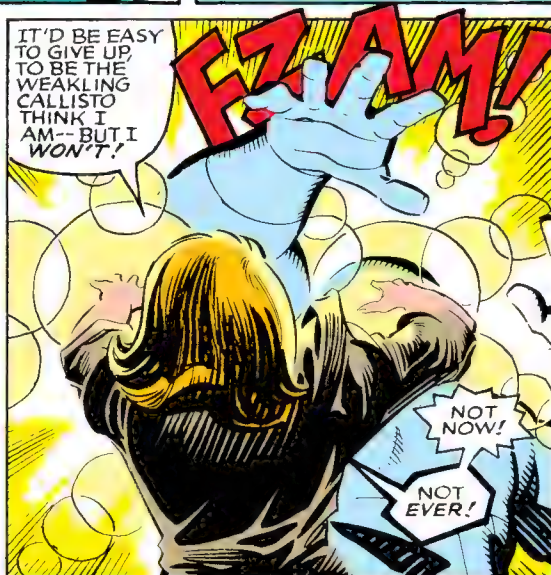
CRASH!

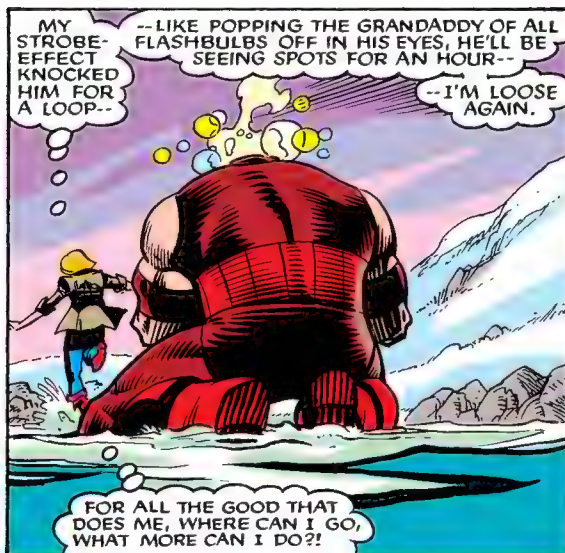
YAYEOW!











MY STROBE-EFFECT KNOCKED HIM FOR A LOOP--

--LIKE POPPING THE GRANDDADDY OF ALL FLASHBULBS OFF IN HIS EYES, HE'LL BE SEEING SPOTS FOR AN HOUR--

--I'M LOOSE AGAIN.

FOR ALL THE GOOD THAT DOES ME, WHERE CAN I GO, WHAT MORE CAN I DO?!



NO CAR, NO BIKE-- MY ONLY TRANSPORTATION IS SHANK'S MARE!

SOON AS HE RECOVERS...

... HE'LL BE ON MY TRAIL.



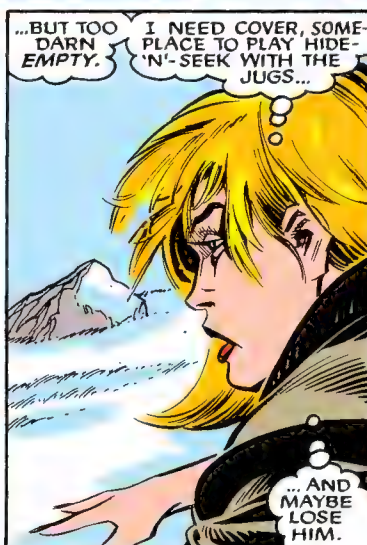
AT LEAST I'M KEEPING HIM FROM WHATEVER JOB HE'S GOT PLANNED.

SOME EPITAPH.

HEY, TOSS THOSE GLOOMS--

--I'M NOT DEAD YET.

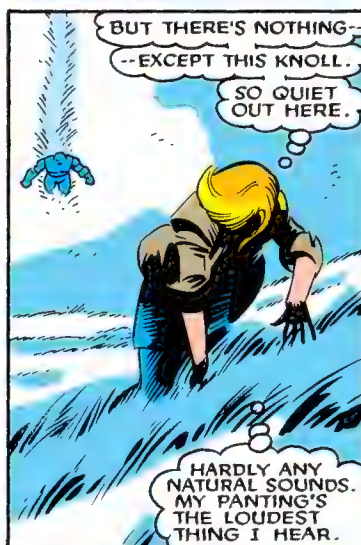
THESE HIGHLANDS ARE BEAUTIFUL--



...BUT TOO DARN EMPTY.

I NEED COVER, SOMEPLACE TO PLAY HIDE-'N'-SEEK WITH THE JUGS...

... AND MAYBE LOSE HIM.

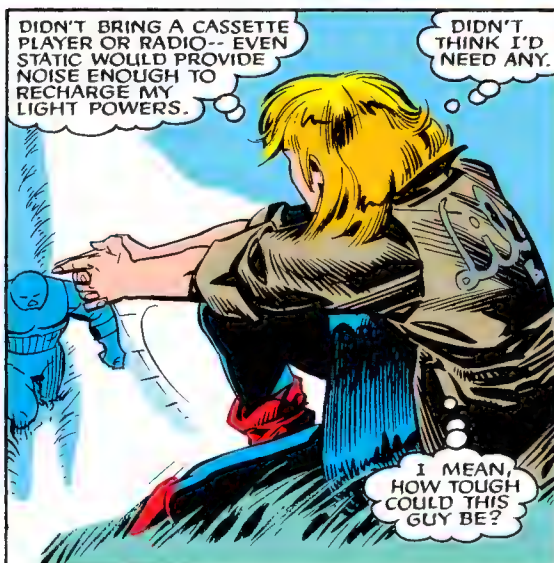


BUT THERE'S NOTHING--

--EXCEPT THIS KNOLL.

SO QUIET OUT HERE.

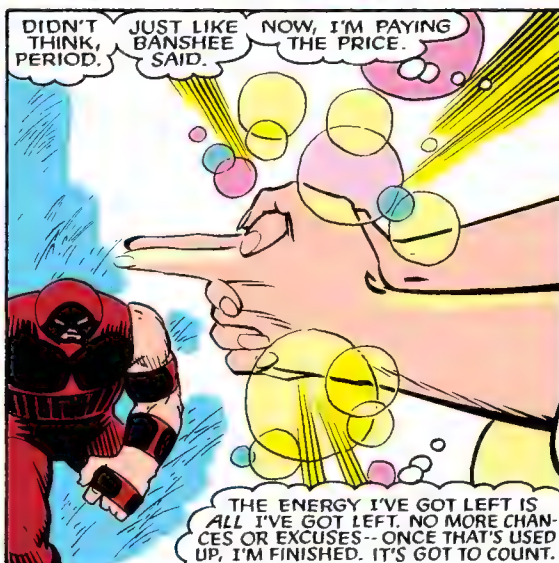
HARDLY ANY NATURAL SOUNDS. MY PANTING'S THE LOUDEST THING I HEAR.



DIDN'T BRING A CASSETTE PLAYER OR RADIO-- EVEN STATIC WOULD PROVIDE NOISE ENOUGH TO RECHARGE MY LIGHT POWERS.

DIDN'T THINK I'D NEED ANY.

I MEAN, HOW TOUGH COULD THIS GUY BE?

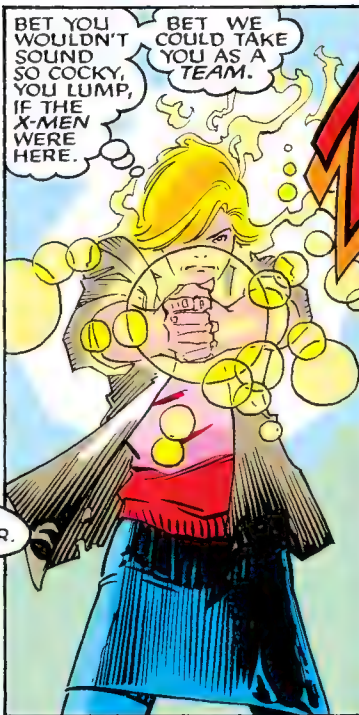
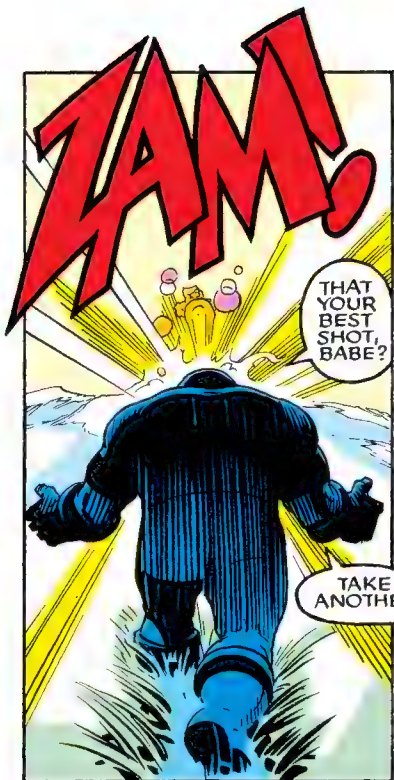


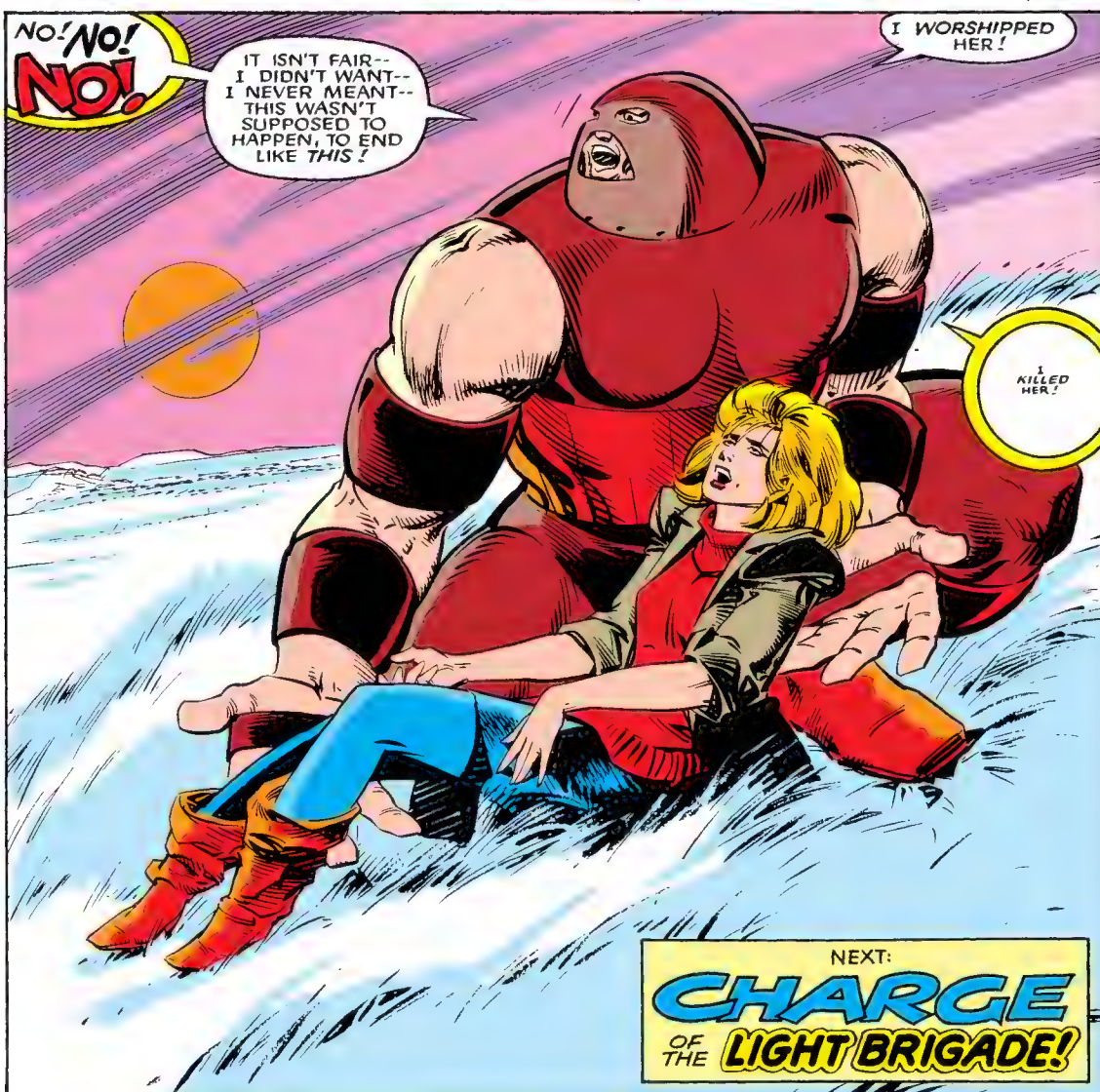
DIDN'T THINK, PERIOD.

JUST LIKE BANSHEE SAID.

NOW, I'M PAYING THE PRICE.

THE ENERGY I'VE GOT LEFT IS ALL I'VE GOT LEFT. NO MORE CHANCES OR EXCUSES-- ONCE THAT'S USED UP, I'M FINISHED. IT'S GOT TO COUNT.





MARVEL®

THE UNCANNY

X-MEN®

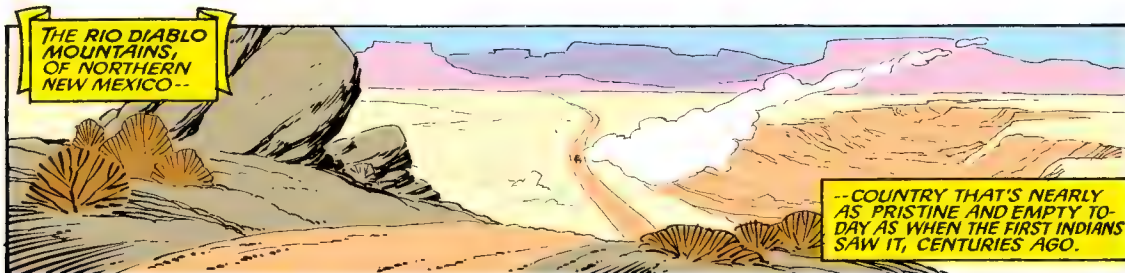


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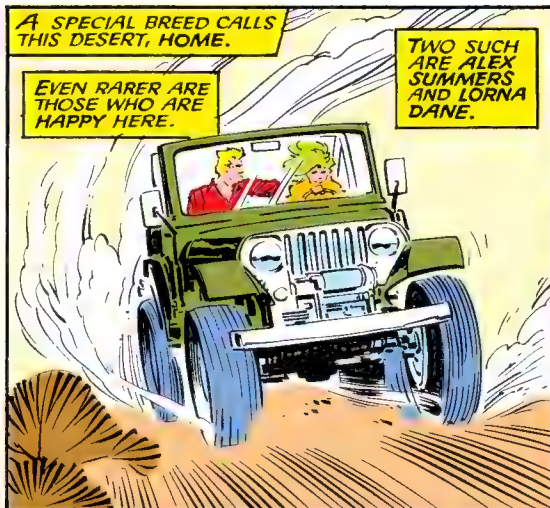


ARTHUR ADAMS
BOB WALKER
1-19-87



THE RIO DIABLO MOUNTAINS, OF NORTHERN NEW MEXICO--

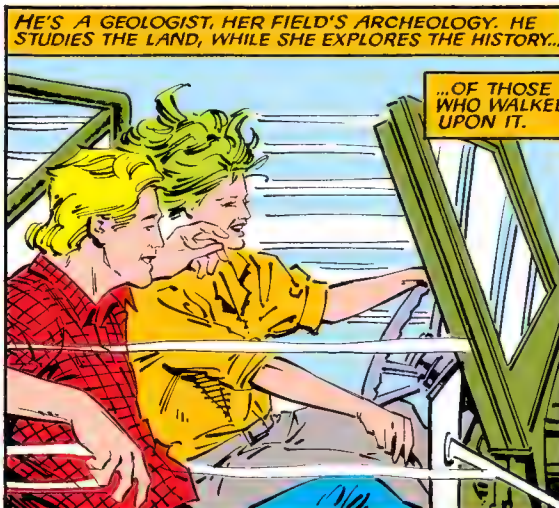
--COUNTRY THAT'S NEARLY AS PRISTINE AND EMPTY TODAY AS WHEN THE FIRST INDIANS SAW IT, CENTURIES AGO.



A SPECIAL BREED CALLS THIS DESERT, HOME.

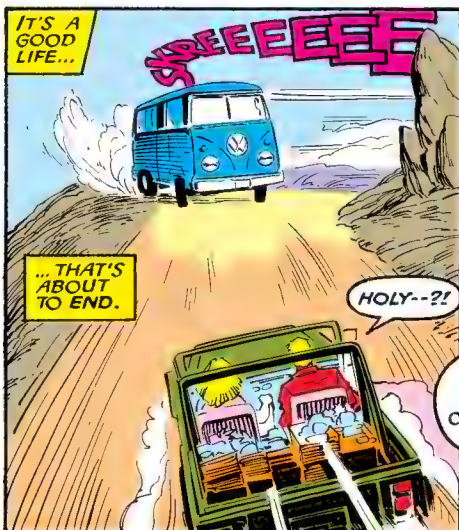
EVEN RARER ARE THOSE WHO ARE HAPPY HERE.

TWO SUCH ARE ALEX SUMMERS AND LORNA DANE.



HE'S A GEOLOGIST, HER FIELD'S ARCHEOLOGY. HE STUDIES THE LAND, WHILE SHE EXPLORES THE HISTORY...

...OF THOSE WHO WALKED UPON IT.

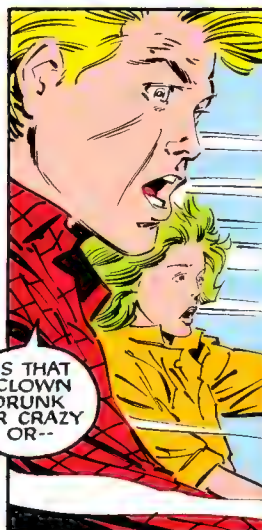


IT'S A GOOD LIFE...

SREEEEEEE

...THAT'S ABOUT TO END.

HOLY--?!

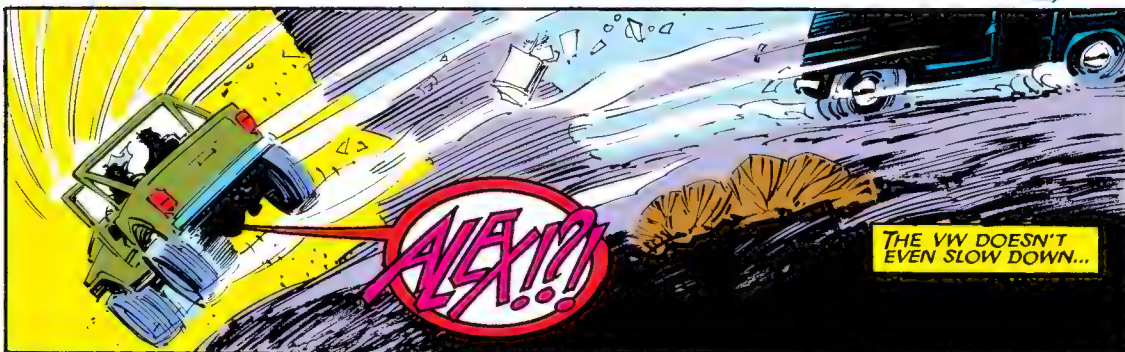


IS THAT CLOWN DRUNK OR CRAZY OR--



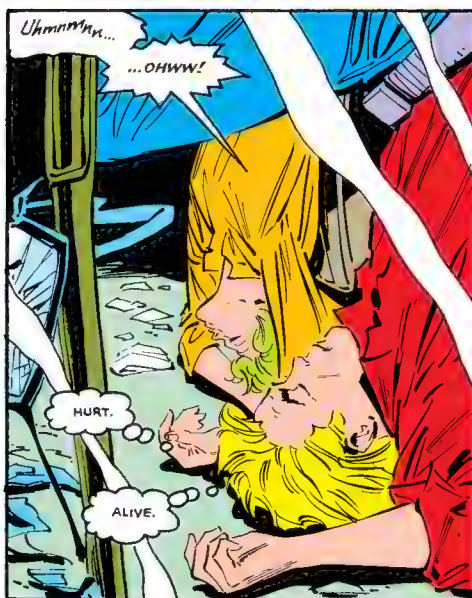
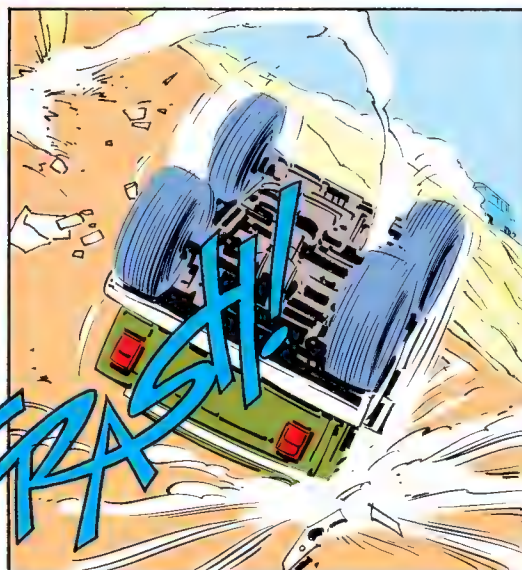
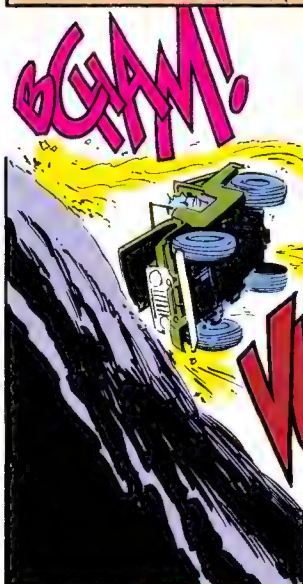
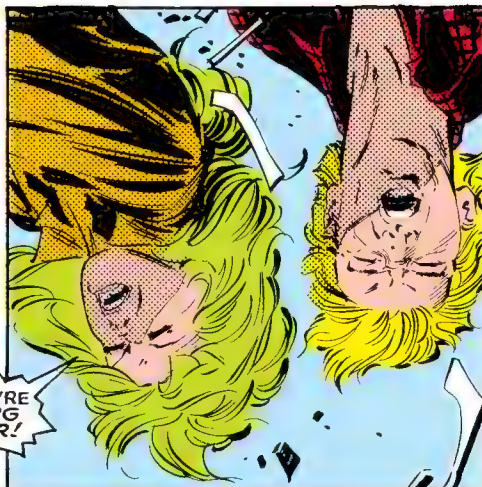
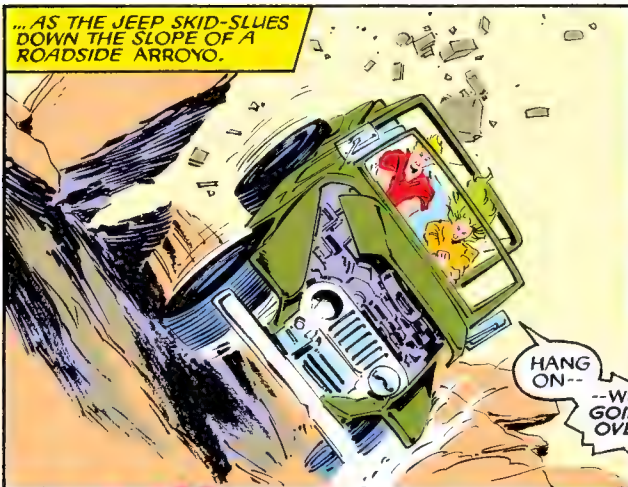
--LORNA, LOOK OUT!

CRASH!



ALIA!!!

THE VW DOESN'T EVEN SLOW DOWN...



CHARGE *of the* LIGHT BRIGADE

FEAR HONES CONSCIOUSNESS,
CONCENTRATION. REACTION
IS INSTANTANEOUS--

--AS THOUGHT BECOMES
VIOLENT REALITY...

...AND RAW ENERGY RIPS
FORTH FROM THE YOUNG
MAN'S OUTSTRETCHED
ARM, VAPORIZING WHAT-
EVER IT HITS.

KRA KOW

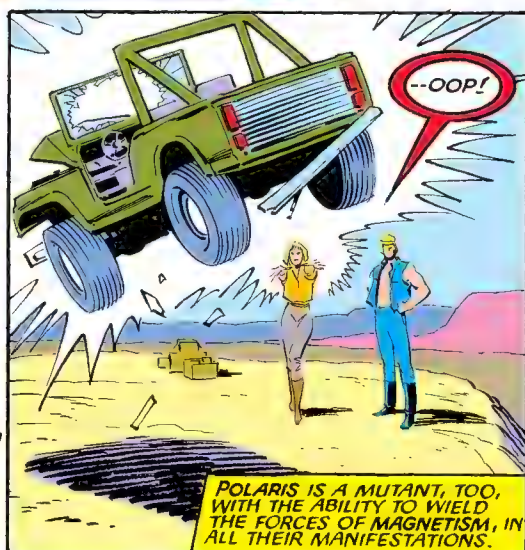
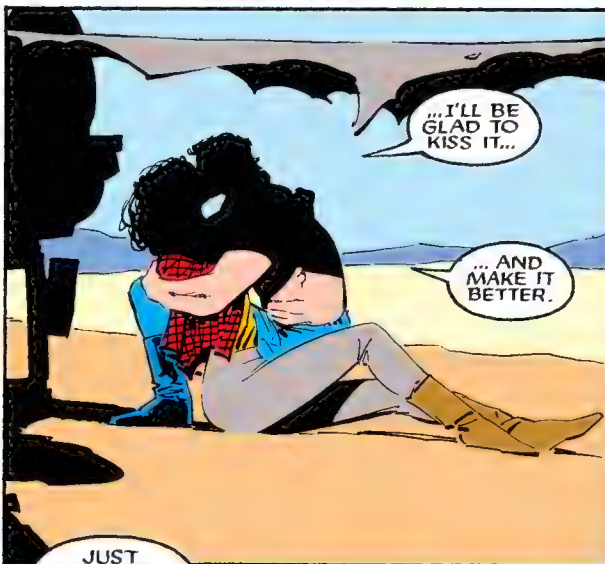
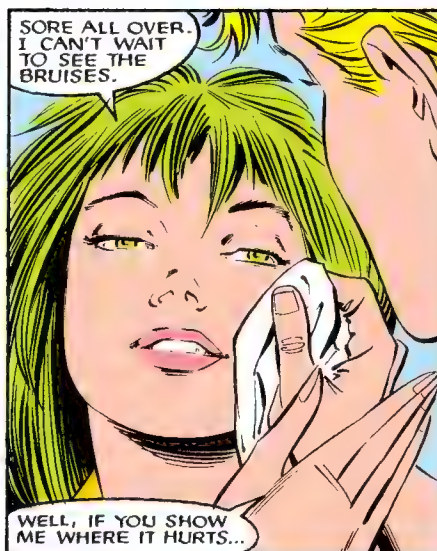
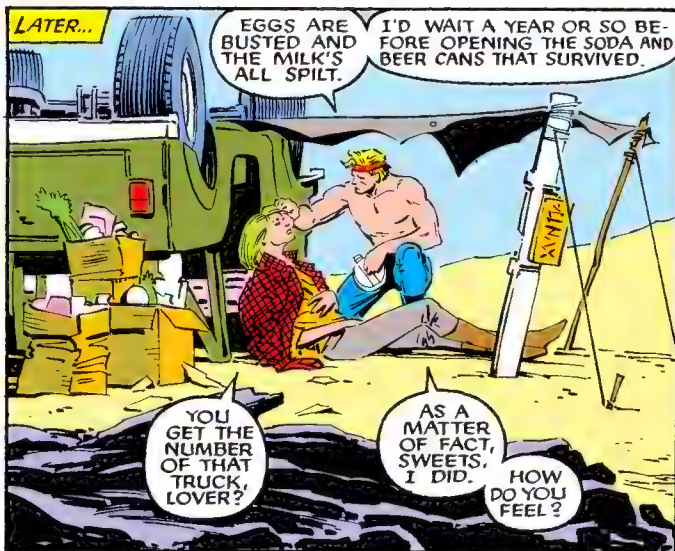
ALEX SUMMERS,
YOU SEE, HAS
ANOTHER NAME.

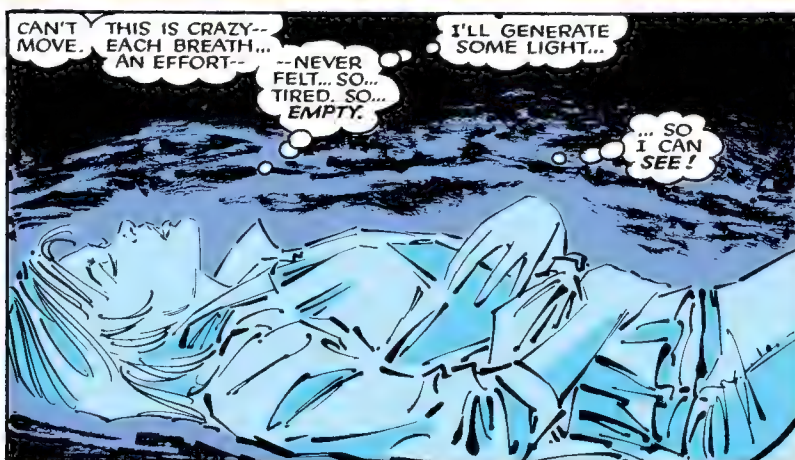
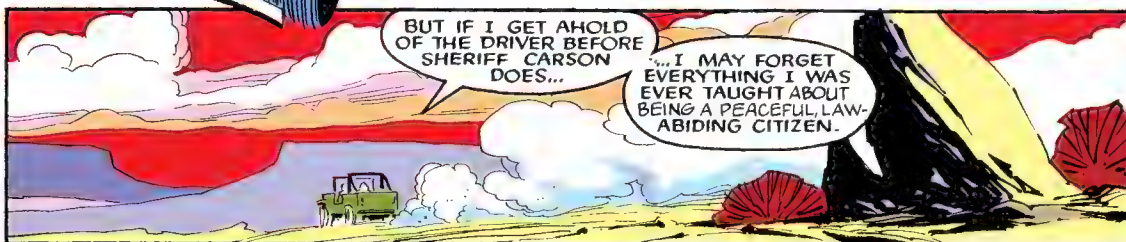
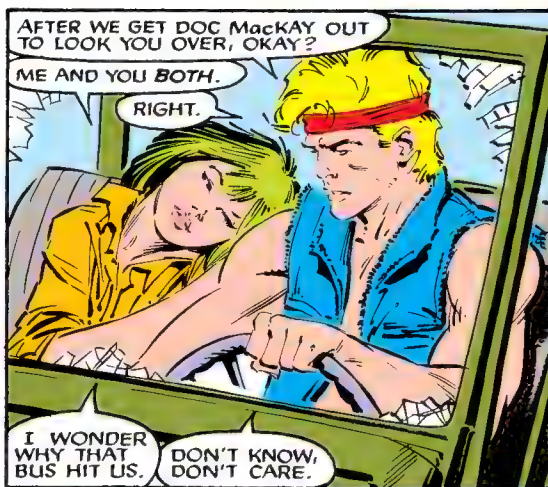
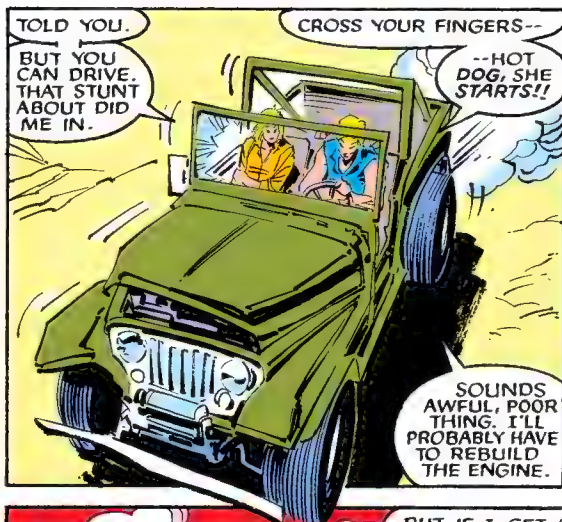
IT IS HAVOK, AND
THERE IS MUCH MORE
TO HIM--AND HIS LADY--
THAN MEETS THE EYE.

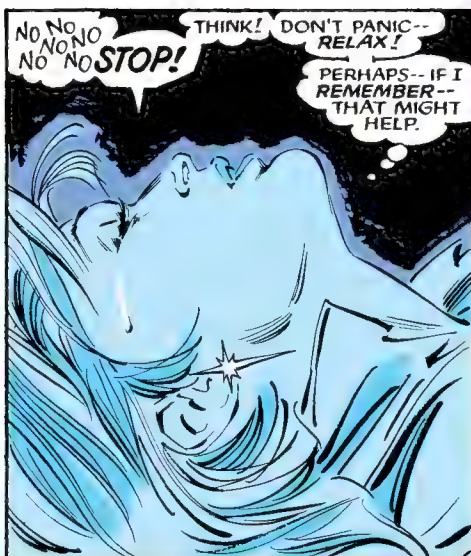
HE'S A MUTANT, BORN
DIFFERENT FROM MOST
OTHER PEOPLE-- POSSESSING
THE POWER TO METABOLIZE
COSMIC RADIATION AND
UNLEASH IT AS BEAMS OF
FOCUSED PLASMA. IT'S A
GIFT HE'D USUALLY PREFER
TO DO WITHOUT.

OCCASIONALLY, THOUGH,
IT HAS ITS USES.

CHRIS CLAREMONT
WRITER
MARK SYLVESTRI
& DAN GREEN
ARTISTS
GLYNIS OLIVER
COLORIST
TOM ORZECOWSKI
LETTERER
ANN NOCENTI
EDITOR
JIM SHOOTER
EDITOR IN CHIEF



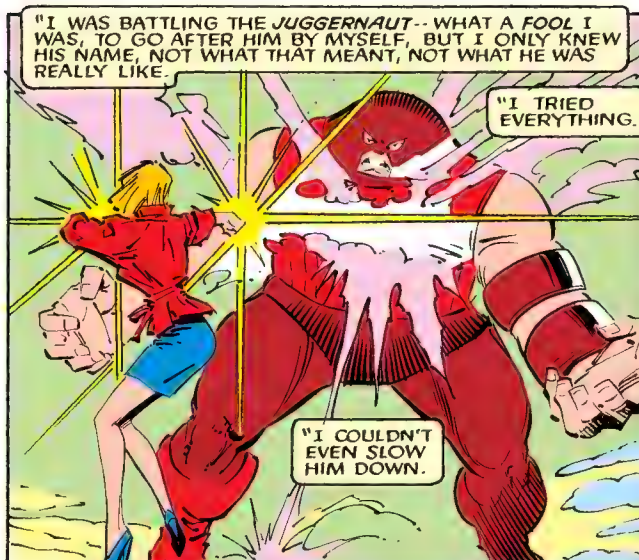




NO NO NO
NO NO NO
NO NO NO
STOP!

THINK! DON'T PANIC--
RELAX!

PERHAPS-- IF I
REMEMBER--
THAT MIGHT
HELP.



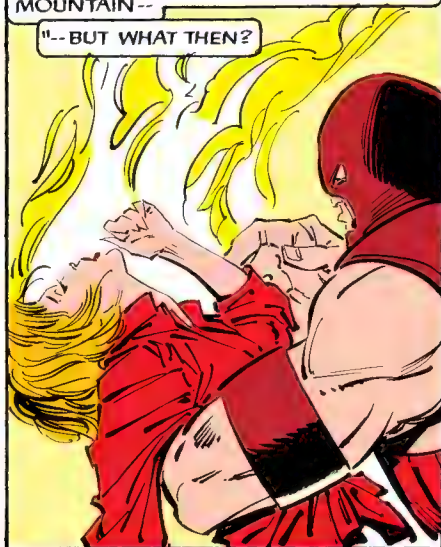
"I WAS BATTLING THE JUGGERNAUT-- WHAT A FOOL I
WAS, TO GO AFTER HIM BY MYSELF, BUT I ONLY KNEW
HIS NAME, NOT WHAT THAT MEANT, NOT WHAT HE WAS
REALLY LIKE.

"I TRIED
EVERYTHING.

"I COULDN'T
EVEN SLOW
HIM DOWN.

"I PUT ALL MY POWER INTO ONE LAST
SOLID LIGHT BLAST-- A PHOTON BEAM
THAT WOULD HAVE PUNCHED THROUGH A
MOUNTAIN--

"-- BUT WHAT THEN?



I MUST HAVE
COLLAPSED.

DID JUGGERNAUT
THINK I'D DIED?

IS THAT
WHY HE
BURIED
ME?!

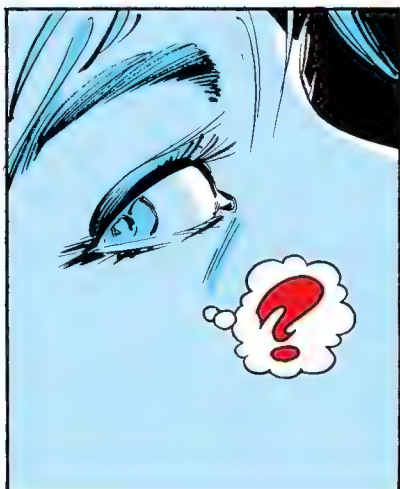
WE WERE
IN THE
HIGHLANDS,
MILES FROM
ANYWHERE.

SAFE PLACE FOR
A FIGHT, I
FIGURED, NO CHANCE
OF BYSTANDERS
BEING ENDANGERED.

AT LEAST I'M NOT REALLY
BURIED. THE ROCKS ARE
PILED ON TOP OF THE GROUND,
FORMING A CAIRN. THERE'S
AIR TO BREATHE THROUGH
THE CHINKS BETWEEN THEM.

CAN'T SUMMON BREATH ENOUGH
TO CRY OUT-- CAN'T FEEL MY
HEARTBEAT, IT'S SO FAINT--
oh LORD, PLEASE, I'M SO ALONE,
SO SCARED.

BUT I WON'T
GIVE UP
SO BARREN
SO SILENT



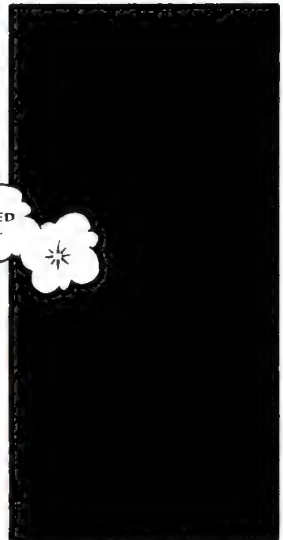
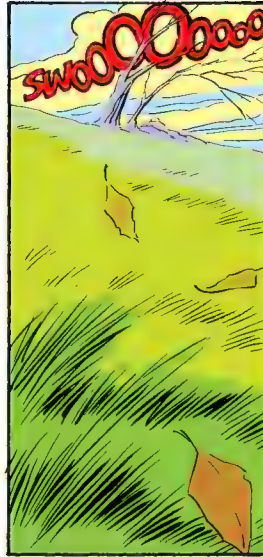
A BUG,
CRAWLING
ON THE
STONES!

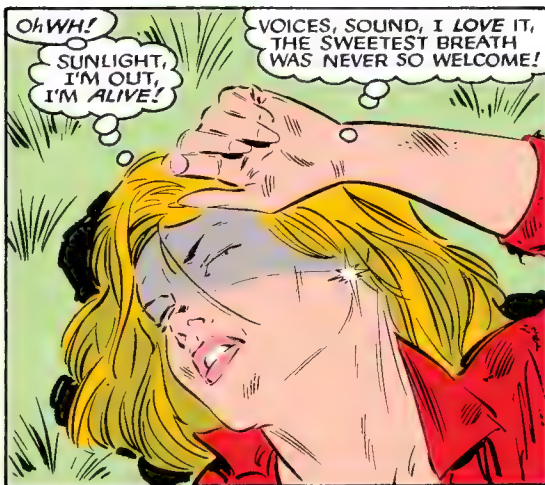
THAT
SOUND--
BLESSED
SOUND,
WONDERFUL
SOUND--

--SO SLIGHT,
SO WELCOME--



--MAKING ME
STRONGER!

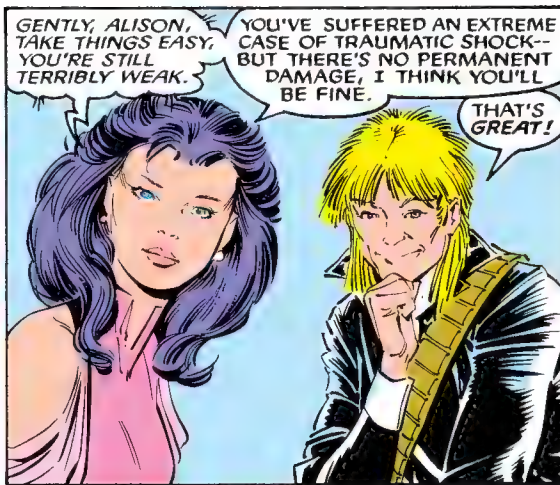




OH WH!

SUNLIGHT,
I'M OUT,
I'M ALIVE!

VOICES, SOUND, I LOVE IT,
THE SWEETEST BREATH
WAS NEVER SO WELCOME!



GENTLY, ALISON,
TAKE THINGS EASY.
YOU'RE STILL
TERRIBLY WEAK.

YOU'VE SUFFERED AN EXTREME
CASE OF TRAUMATIC SHOCK--
BUT THERE'S NO PERMANENT
DAMAGE, I THINK YOU'LL
BE FINE.

THAT'S
GREAT!

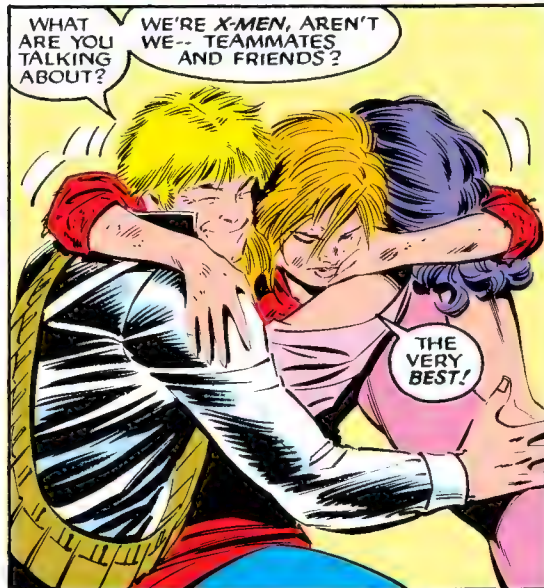


I FEEL LIKE
SUCH A BABY--

--IN MORE WAYS
THAN ONE.

WE'VE BEEN LOOKING
ALL OVER FOR YOU,
ALISON. WE WERE
REALLY WORRIED.

SORRY TO
PUT YOU TO SO
MUCH TROUBLE,
LONGSHOT.



WHAT
ARE YOU
TALKING
ABOUT?

WE'RE X-MEN, AREN'T
WE-- TEAMMATES
AND FRIENDS?

THE
VERY
BEST!



ROGUE, DON'T STAND APART. JOIN
US. ALI NEEDS YOU, TOO.

AH I'M ALWAYS
WITH YOU,
SUGAR.

IN
SPIRIT...

...IF
NOT IN
FLESH.



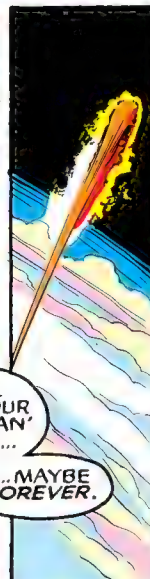
BUT AH
GOTTA BE
CAREFUL.

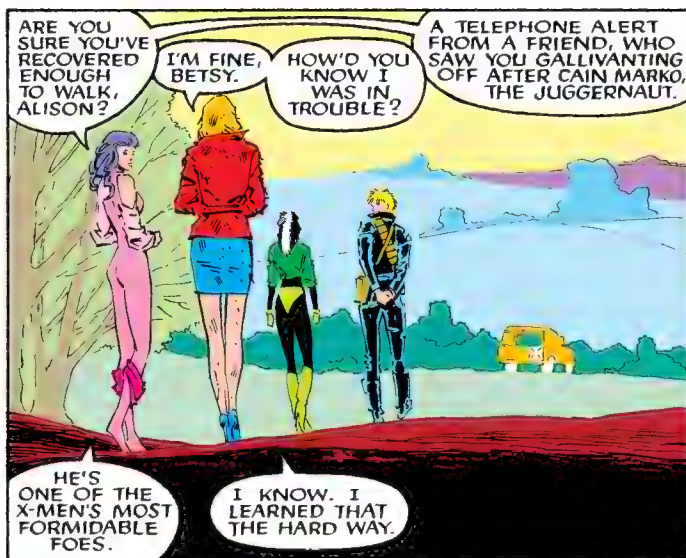


IF MY BARE
FLESH TOUCHES
YOURS-- OR
ANYONE'S--

--AH'LL
STEAL YOUR
POWERS AN'
PSYCHE...

...MAYBE
FOREVER.





ARE YOU SURE YOU'VE RECOVERED ENOUGH TO WALK, ALISON?

I'M FINE, BETSY.

HOW'D YOU KNOW I WAS IN TROUBLE?

A TELEPHONE ALERT FROM A FRIEND, WHO SAW YOU GALLIVANTING OFF AFTER CAIN MARKO, THE JUGGERNAUT.

HE'S ONE OF THE X-MEN'S MOST FORMIDABLE FOES.

I KNOW. I LEARNED THAT THE HARD WAY.



WE CAME TO HELP, ALI--

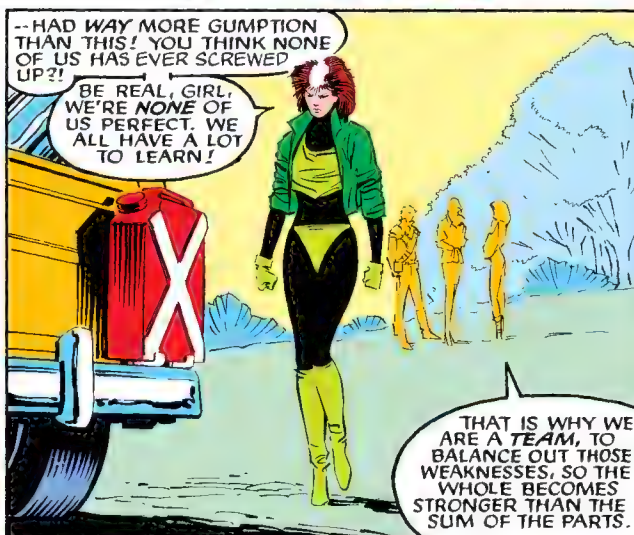
--WHY WON'T YOU LET US? WHY ARE YOU SO SAD?

BECAUSE I DON'T BELONG. NOT REALLY. NOT AMONG YOU X-MEN.



I'M NOT IN YOUR LEAGUE, I'M A LIABILITY YOU HEROES ARE BETTER OFF WITHOUT.

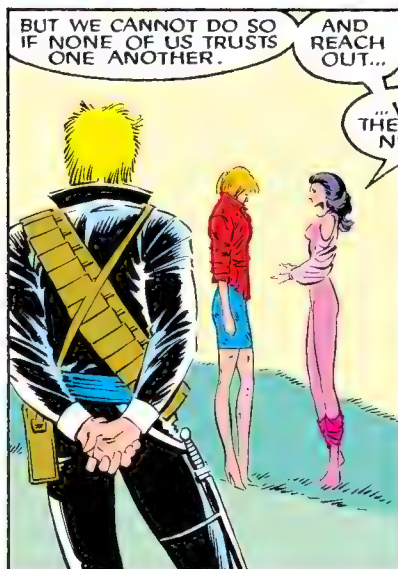
WHAT A CROCK! THE DAZZLER WHO FOUGHT ME TO A STANDSTILL--MORE THAN ONCE--



--HAD WAY MORE GUMPTION THAN THIS! YOU THINK NONE OF US HAS EVER SCREWED UP?!

BE REAL, GIRL. WE'RE NONE OF US PERFECT. WE ALL HAVE A LOT TO LEARN!

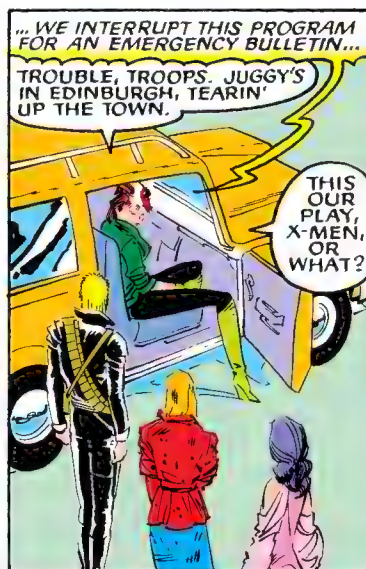
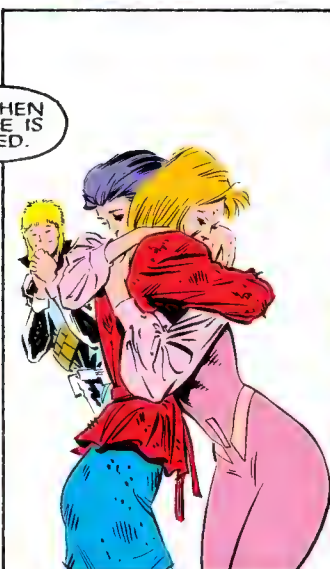
THAT IS WHY WE ARE A TEAM, TO BALANCE OUT THOSE WEAKNESSES, SO THE WHOLE BECOMES STRONGER THAN THE SUM OF THE PARTS.



BUT WE CANNOT DO SO IF NONE OF US TRUSTS ONE ANOTHER.

AND REACH OUT...

...WHEN THERE IS NEED.



"...WE INTERRUPT THIS PROGRAM FOR AN EMERGENCY BULLETIN..."

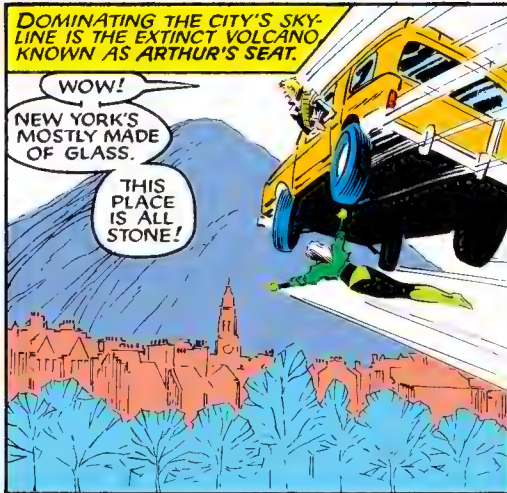
TROUBLE, TROOPS. JUGGY'S IN EDINBURGH, TEARIN' UP THE TOWN.

THIS OUR PLAY, X-MEN, OR WHAT?



ONE-HUNDRED-FIFTY MILES TO THE SOUTH AND EAST, ACROSS THE GRAMPIAN MOUNTAINS, NEAR THE MOUTH OF THE FIRTH OF FORTH...

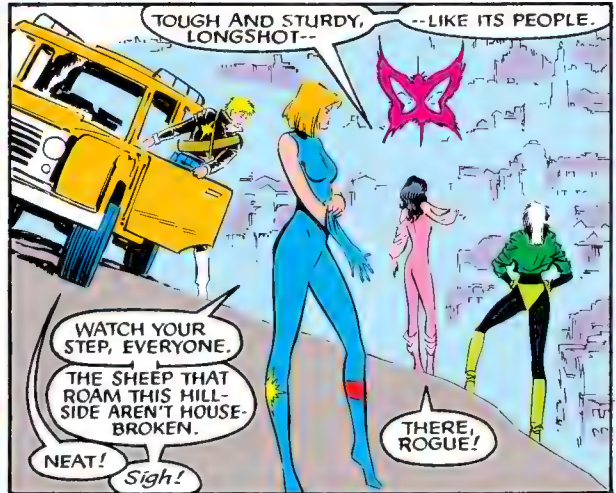
...STANDS SCOTLAND'S PROUD AND ANCIENT CAPITAL, EDINBURGH.



DOMINATING THE CITY'S SKYLINE IS THE EXTINCT VOLCANO KNOWN AS ARTHUR'S SEAT.

WOW!
NEW YORK'S MOSTLY MADE OF GLASS.

THIS PLACE IS ALL STONE!



TOUGH AND STURDY, LONGSHOT--

--LIKE ITS PEOPLE.

WATCH YOUR STEP, EVERYONE.
THE SHEEP THAT ROAM THIS HILL-SIDE AREN'T HOUSE-BROKEN.

NEAT!

Sigh!

THERE, ROGUE!

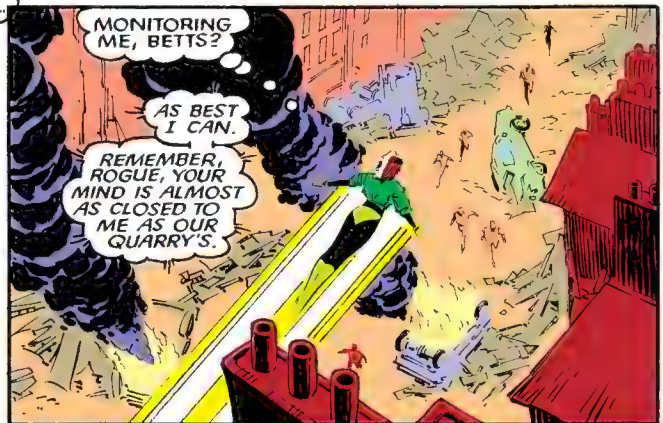
I CANNOT SENSE JUGGERNAUT'S THOUGHTS...



... BUT I CAN EASILY DIRECT YOU TO THOSE WHO ARE ENCOUNTERING HIM.

ON MY WAY, PSYLOCKE.

REST OF Y'ALL FOLLOW, QUICK AS YOU CAN.



MONITORING ME, BETTS?

AS BEST I CAN.

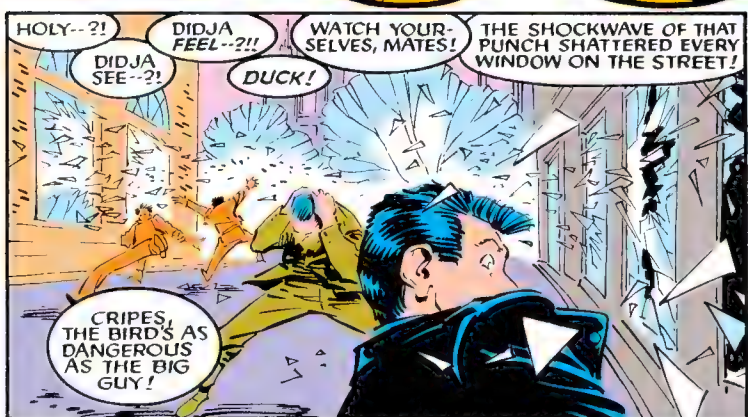
REMEMBER, ROGUE, YOUR MIND IS ALMOST AS CLOSED TO ME AS OUR QUARRY'S.

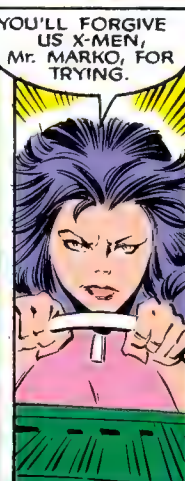
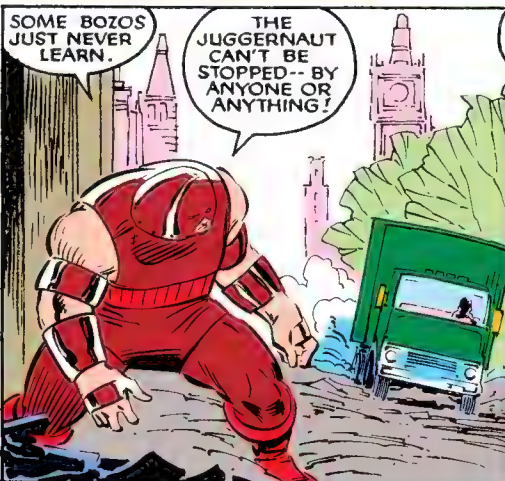
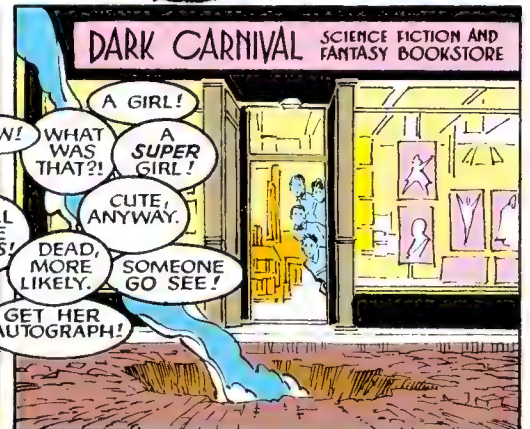
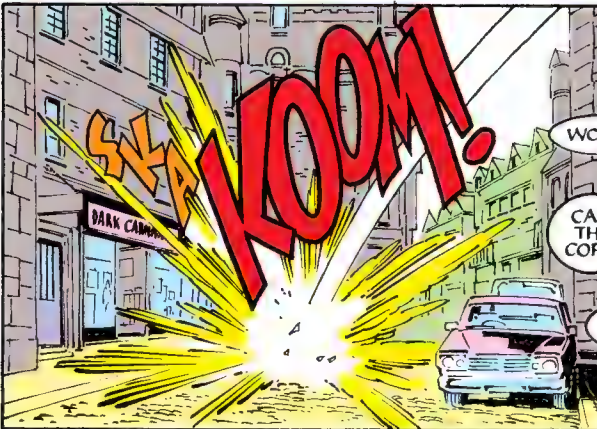
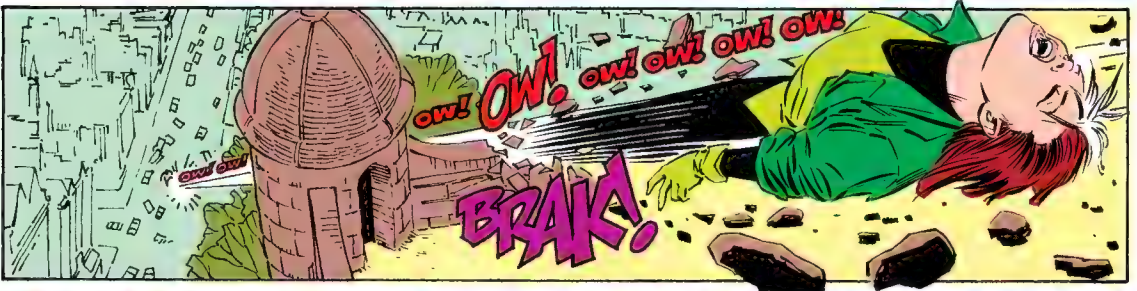
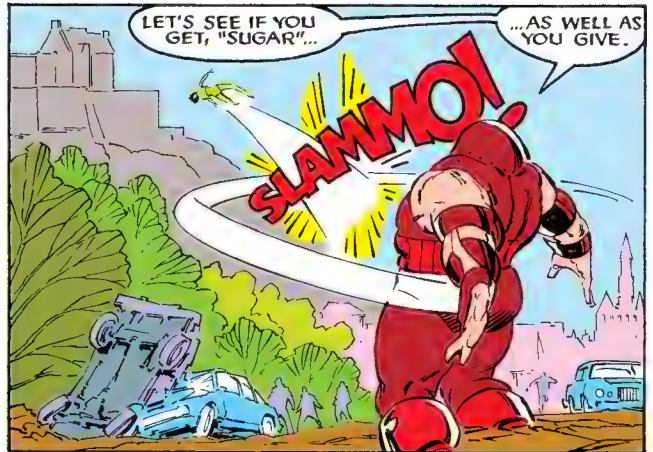


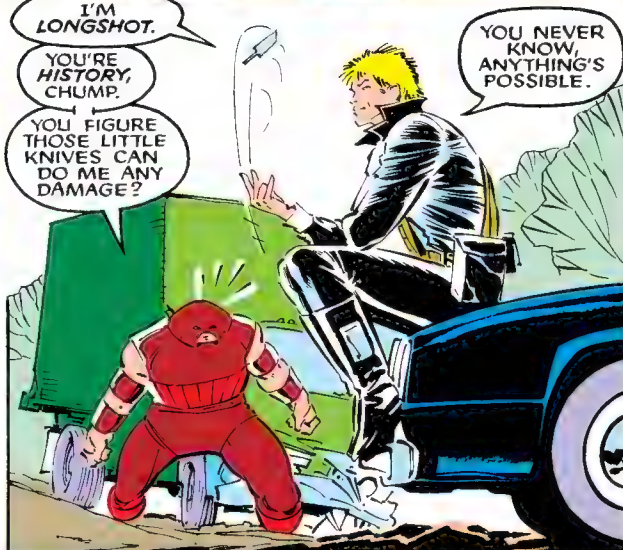
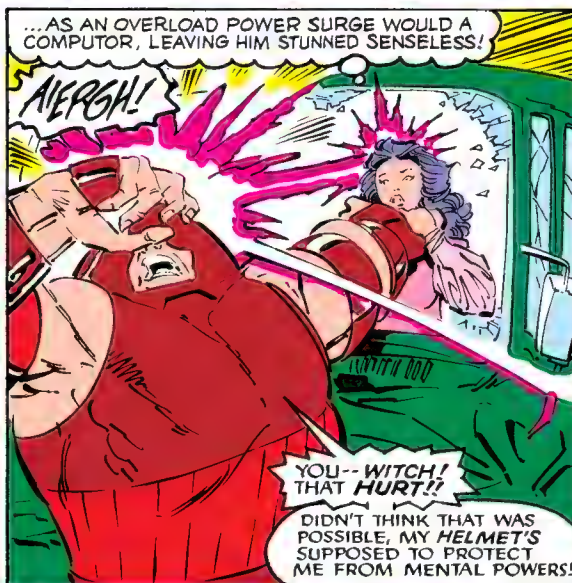
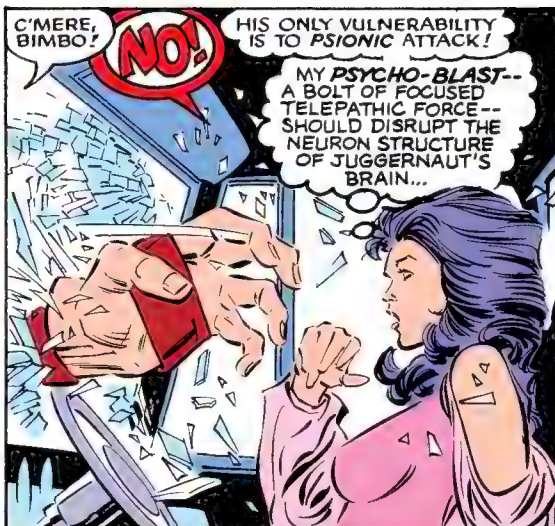
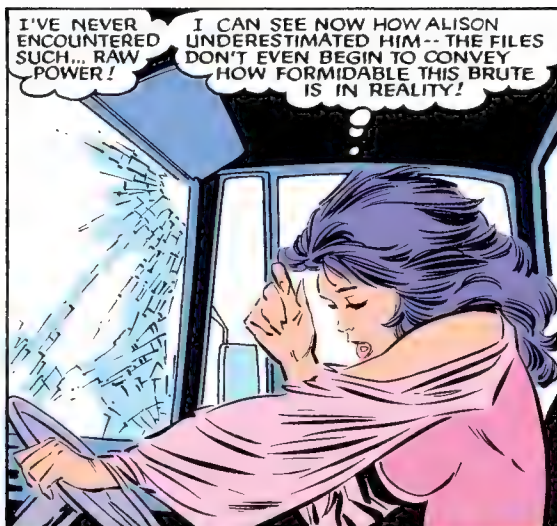
WELL, TUBBO AIN'T EXACTLY KEEPIN' THE LOWEST OF PROFILES.

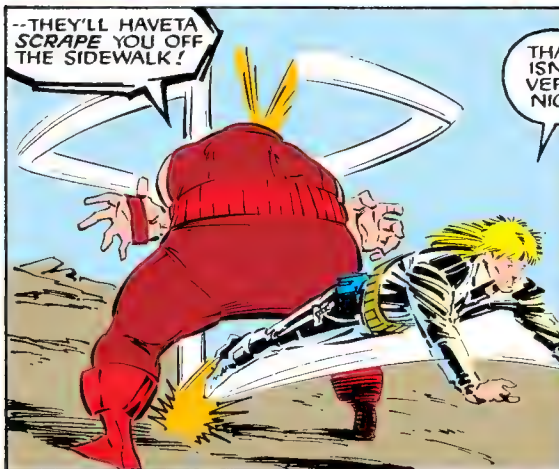
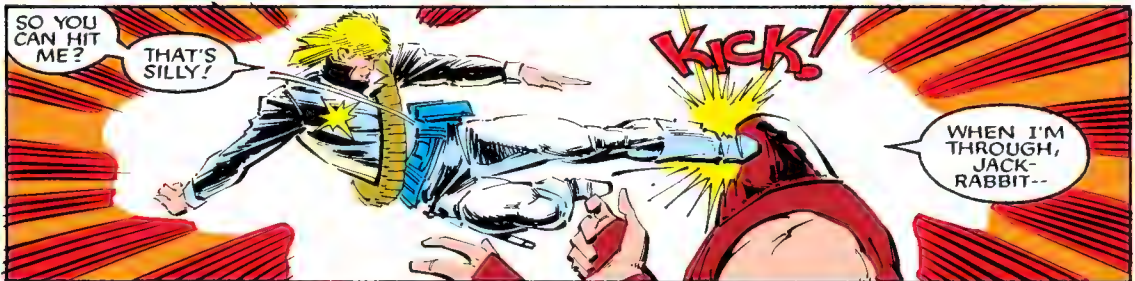
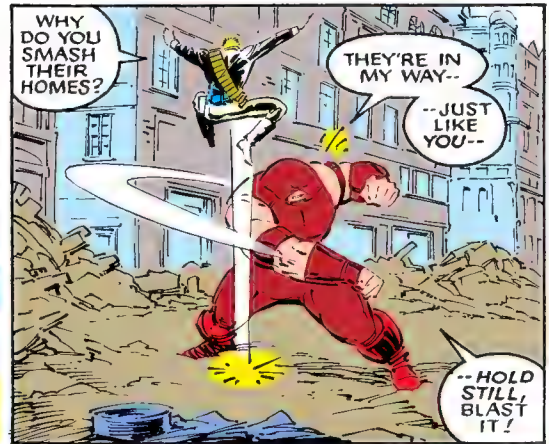
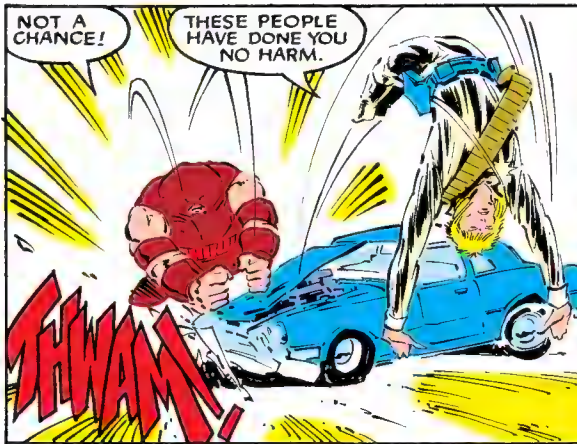
AH FIGURE AH'M HOT ON HIS TAIL.

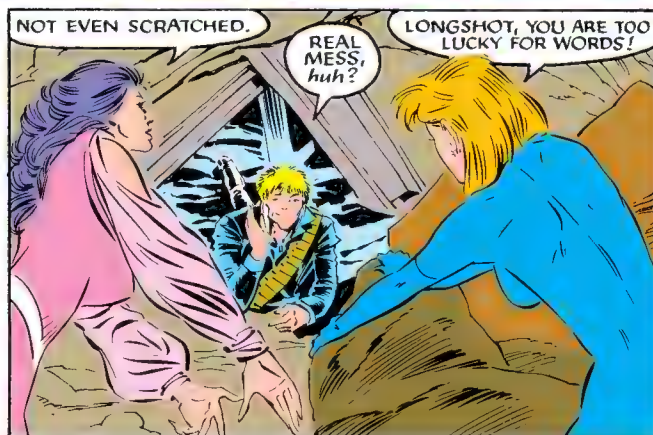
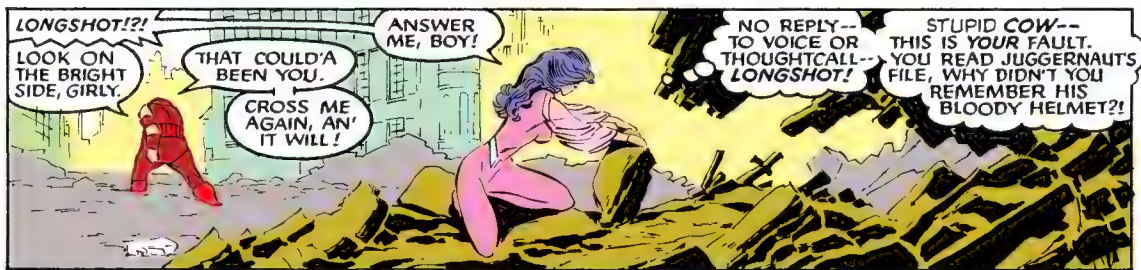
WONDER WHAT HE'S UP TO?













MEANWHILE,
ON BRIDGE
STREET,
RIGHT ABOVE
WAVERLY
RAILROAD
STATION...

WE CAN'T HOLD THE BRUTE! CONTACT THAT
BRIGADIER-- LETHBRIDGE-STEWART--
WE NEED THE ARMY!

AND PLACE A PRIORITY
CALL TO LONDON FOR
CAPTAIN BRITAIN!

EXPAND THE
EVACUATION
ZONE PAST
HIGH STREET
TO THE
UNIVERSITY!

HURRY, MAN! LIVES
ARE AT STAKE!!

SHOULD'A
STAYED BURIED,
JACKRABBIT!

THIS TIME,
I'LL MAKE
SURE!



HEY
THERE--
--REMEM-
BER ME?

KYANGAKYANG!



LONGSHOT
AIN'T THE
X-MAN TO
WORRY ABOUT,
CHUBS.

NOT
WHILE
AH'M
AROUND.

NO! GET
AWAY!

BUT HIS PROTEST
COMES TOO LATE,
HIS INSTINCTIVE
REACTION DIES
ABORNING...



... AS ROGUE
ABSORBS
JUGGERNAUT'S
POWER AND
PSYCHE.

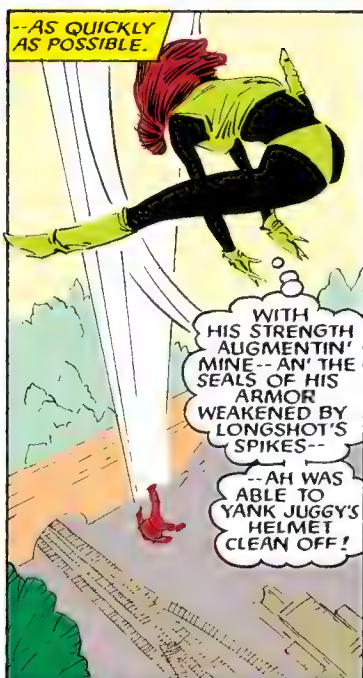
SHE'S DONE
THIS TO HIM
BEFORE. *

*IN MTU
#150--
AnnN.



CAIN MARKO'S IS A SAD,
TORMENTED MIND.

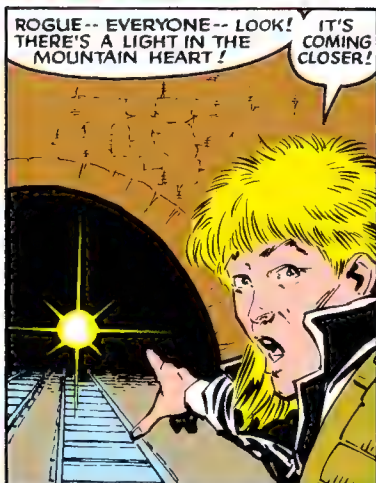
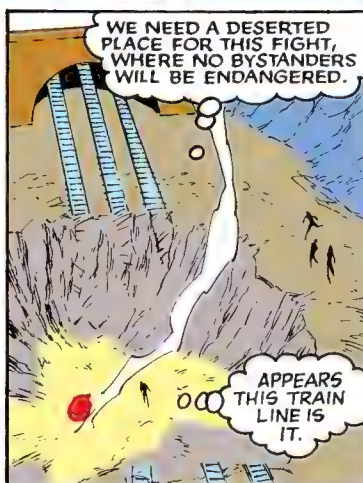
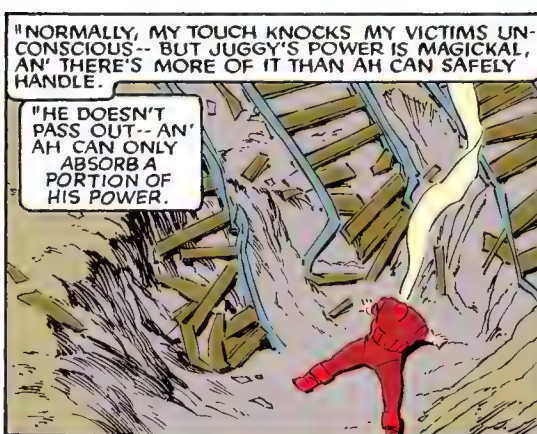
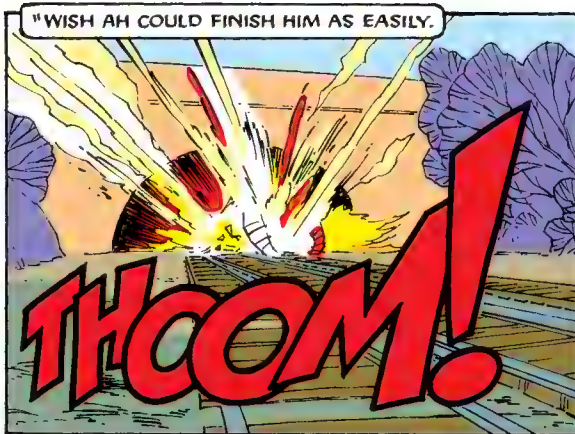
SHE
WANTS TO
BE RID OF
IT-- AND
HIM--

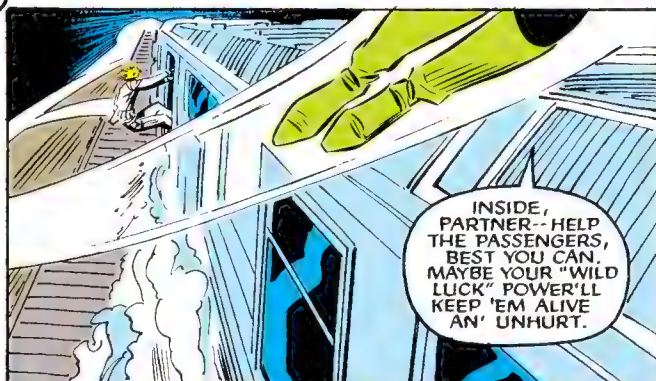
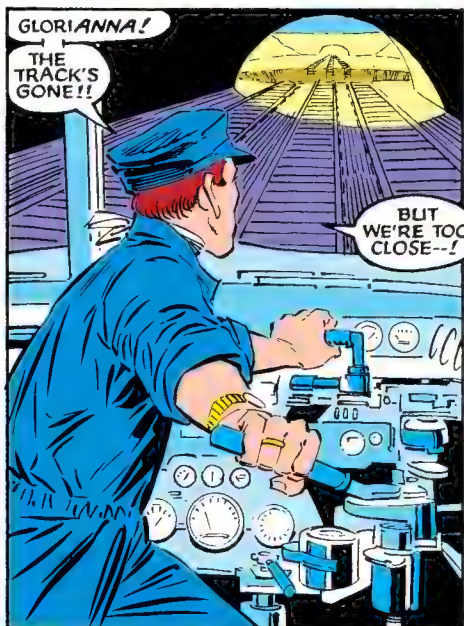
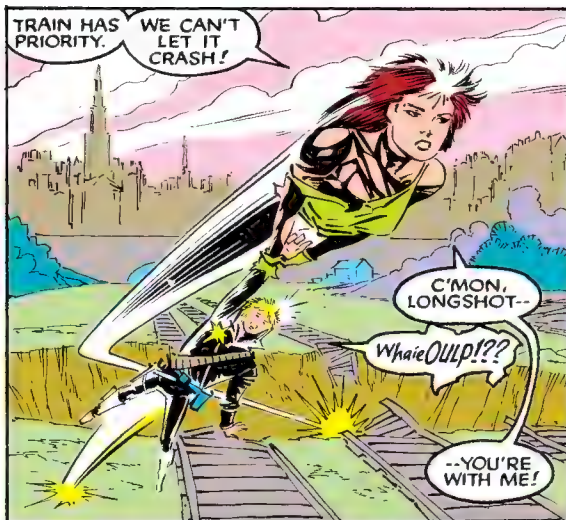


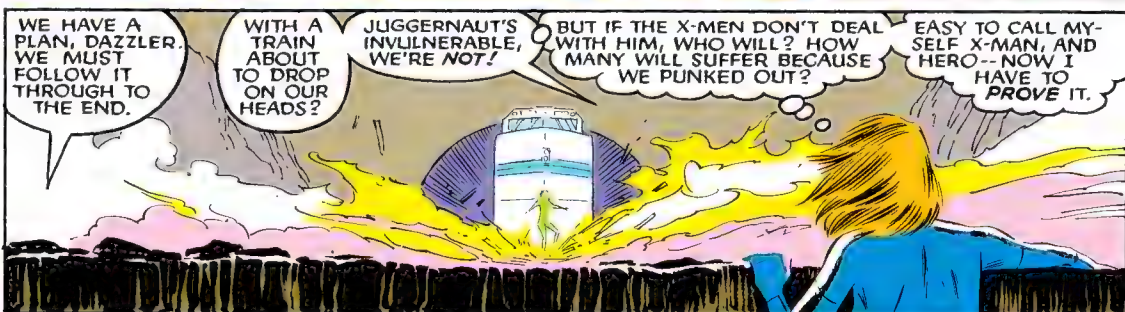
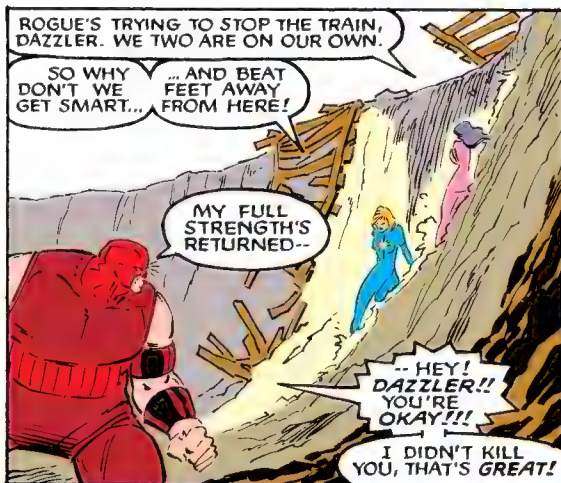
--AS QUICKLY
AS POSSIBLE.

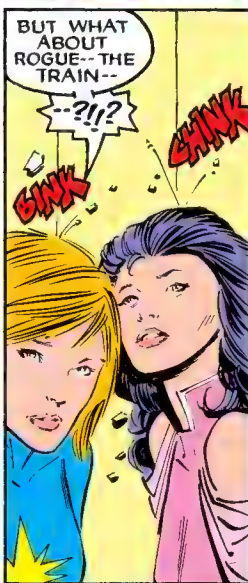
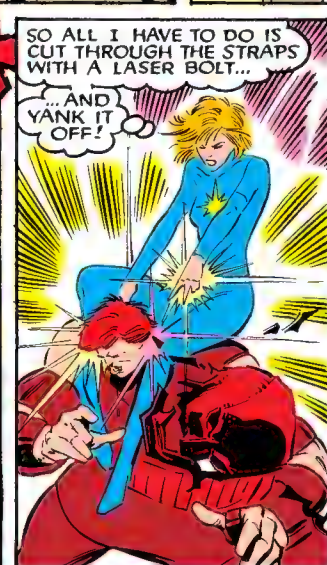
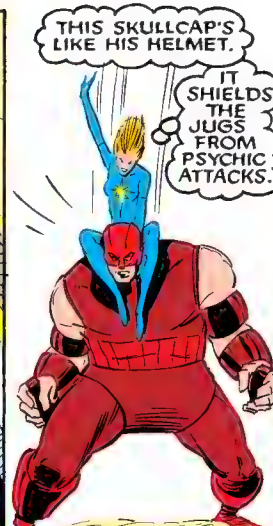
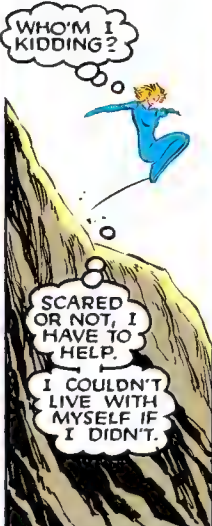
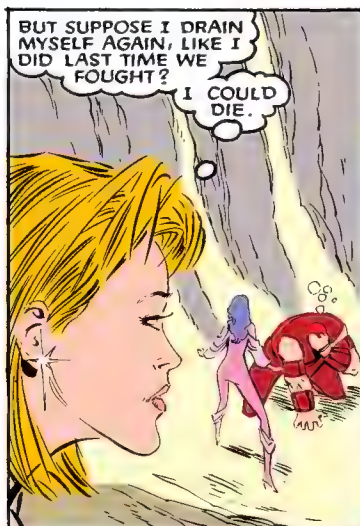
WITH
HIS STRENGTH
AUGMENTIN'
MINE-- AN' THE
SEALS OF HIS
ARMOR
WEAKENED BY
LONGSHOT'S
SPIKES--

--AH WAS
ABLE TO
YANK JUGGY'S
HELMET
CLEAN OFF!









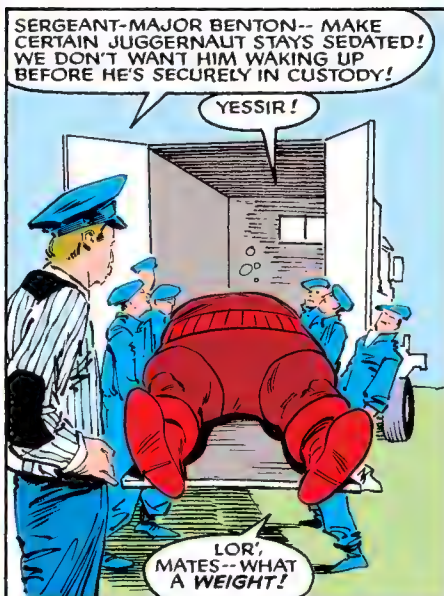


LATER...

WILD, AIN'T IT, GEORDIE. THE ONE LASS LIGHTS UP THE PARK BRIGHT AS NOONDAY, WHILE T'OTHER REPAIRS THE RAILWAY ALL BY HER LONESOME.

AIN'T PROPER, RUPERT. NEITHER OF 'EM IS UNION. 'TIS OUR WORK THEY'RE DOIN', SUPPOSE MANAGEMENT HIRES 'EM PERMANENT-LIKE. WHERE'LL WE BE THEN, eh?

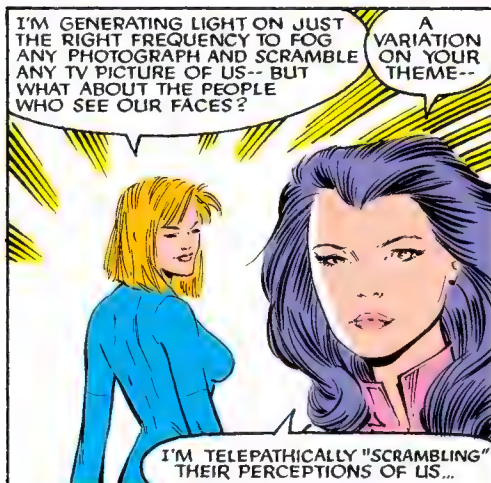
AYE, LADDIE-- GOOD POINT.



SERGEANT-MAJOR BENTON-- MAKE CERTAIN JUGGERNAUT STAYS SEDATED! WE DON'T WANT HIM WAKING UP BEFORE HE'S SECURELY IN CUSTODY!

YESSIR!

LOR, MATES-- WHAT A WEIGHT!



I'M GENERATING LIGHT ON JUST THE RIGHT FREQUENCY TO FOG ANY PHOTOGRAPH AND SCRAMBLE ANY TV PICTURE OF US-- BUT WHAT ABOUT THE PEOPLE WHO SEE OUR FACES?

A VARIATION ON YOUR THEME--

I'M TELEPATHICALLY "SCRAMBLING" THEIR PERCEPTIONS OF US...



...SO THEY'LL REMEMBER THEIR IDEAL IMAGE OF A SUPER HERO, RATHER THAN THE REAL THING.

FIGURES. THE X-MEN SAVE THE DAY...

BRIGADIER LETHBRIDGE-STEWART-- MESSAGE, SIR.

...AND FIX THINGS SO WE DON'T GET ANY CREDIT.



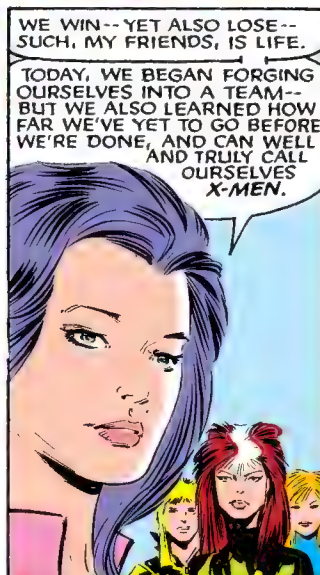
WE APPRECIATE YOUR AID, X-MEN. BUT WHILE YOU WERE BATTLING JUGGERNAUT, HIS ACCOMPlice-- **BLACK TOM CASSIDY**-- WAS LOOTING THE BANK OF SCOTLAND.

WHAT?!?



EVIDENTLY, THIS RAMPAGE WAS NO MORE THAN A DIVERSION, TO HOLD OUR ATTENTION WHILE THE REAL CRIME WAS BEING COMMITTED.

AN' WE FELL FOR IT-- LIKE AMATEURS!



WE WIN-- YET ALSO LOSE-- SUCH, MY FRIENDS, IS LIFE.

TODAY, WE BEGAN FORGING OURSELVES INTO A TEAM-- BUT WE ALSO LEARNED HOW FAR WE'VE YET TO GO BEFORE WE'RE DONE, AND CAN WELL AND TRULY CALL OURSELVES **X-MEN**.

SAME NIGHT...

...HALF A
WORLD AWAY...

REMEMBER THOSE CAMPERS
WHO STOPPED BY OUR PLACE LAST
WEEK, ASKING DIRECTIONS TO THE
CANYONS? WEREN'T THEY
DRIVING A VW BUS?

IT'S NOT THAT FAR OUT
OF OUR WAY, ALEX-- WORTH
CHECKING OUT.

CAMP-
SITE,
BUT NO
CAMPERS.

EVERY TENT, EVERY PIECE OF
EQUIPMENT, HAS BEEN TORN
APART. WE BETTER NOTIFY THE
SHERIFF. THINGS ARE A LOT
WORSE THAN WE THOUGHT.

LOOK HERE-- A BURN SCAR.

SOMETHING CRASHED-- AND NOT
THAT LONG AGO-- IT ENDED UP
AGAINST THAT RIDGE,
BENEATH THE ROCKFALL.

PLANE?
SMUGGLERS,
MAYBE?

LET'S FIND OUT.

WE'RE IN NO
SHAPE FOR THIS.

WE'RE YOUNG,
WE'RE TOUGH,
WE'LL MANAGE.

FAMOUS LAST
WORDS.

O YE OF
LITTLE
FAITH--!

PLASMA BOLTS AND
FOCUSED MAGNETIC
ENERGY TEAR AT
THE HILLSIDE...

...UNTIL...

WHAT THE
DEVIL-- ?!

"DEVIL"
IS
RIGHT!

ALEX-- THE CAMPERS--
THEY'VE BEEN
BUTCHERED!

AND THAT...
THING...
BEHIND
THEM!

IT'S A **STARSHARK**-- I RECOGNIZE
IT, FROM PICTURES BACK AT XAVIER'S
SCHOOL-- THE LIVING ATTACK
CRAFT USED BY THE **BROOD!**

IF IT'S HERE--
THAT MEANS ONE
OF THOSE MUR-
DERING ALIENS
IS LOOSE ON
EARTH!

LORNA, IF THAT ONE'S A
BROODQUEEN-- IF SHE
LAYS HER EGGS, IF THEY
HATCH-- THE HUMAN
RACE IS DOOMED!

NEXT

WHERE DUTY LIES!

MARVEL

THE UNCANNY

X-MEN



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APPROVED
BY THE
COMICS
CODE
AUTHORITY

**WELCOME TO
THE X-MEN,
HAVOK!!**



**--HOPE YOU
SURVIVE!!**

PROFESSOR XAVIER'S
SCHOOL FOR GIFTED
YOUNGSTERS-- SALEM
CENTER, NEW YORK.

AN OLD MANSION
ON A LOVELY
ESTATE.

ME, I NEVER LIKED THE PLACE.

TOO MANY
MEMORIES
ARE BAD.

HERE, I LEARNED THE TRUTH
ABOUT MYSELF-- AND THAT
REVELATION DESTROYED ANY
CHANCE OF LIVING A NORMAL
LIFE AS EASILY AS MY PLASMA
BOLT SMASHES THE FRONT DOOR.

I'M A
MUTANT.

SHAZAM!

THE NAME ON MY
BIRTH CERTIFICATE
IS ALEX SUMMERS.

I'M ALSO
KNOWN AS
HAVOK!

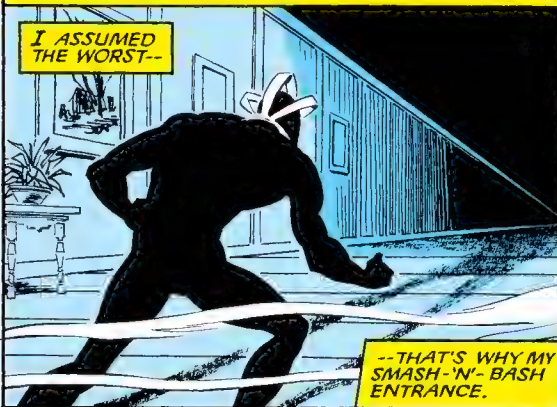
A STAN LEE
PRESENTATION,
STARRING THE
UNCANNY
X-MEN

**Where
Duty
Lies**

CHRIS CLAREMONT, WRITER
BRET BLEVINS, GUEST PENCILER
DAN GREEN, INKER
TOM ORZECOWSKI, LETTERER
GLYNIS OLIVER
PETRA SCOTESI, COLORISTS
ANN NOCENTI, EDITOR
JIM SHOOTER, EDITOR IN CHIEF

I PHONED-- FROM ALBUQUERQUE AND NEW YORK AND THE LOCAL TRAIN STATION-- BUT GOT NO ANSWER.

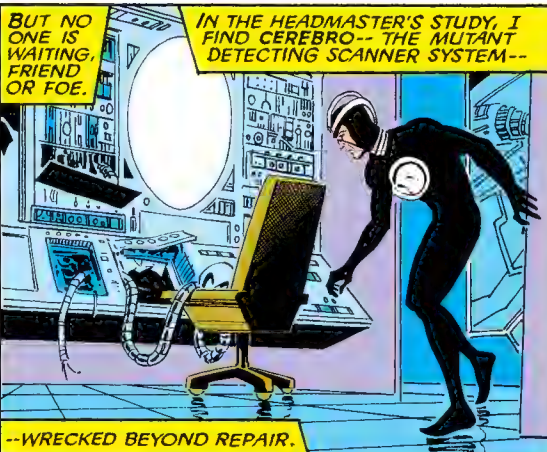
I ASSUMED THE WORST--



-- THAT'S WHY MY SMASH-'W'- BASH ENTRANCE.

BUT NO ONE IS WAITING, FRIEND OR FOE.

IN THE HEADMASTER'S STUDY, I FIND CEREBRO-- THE MUTANT DETECTING SCANNER SYSTEM--

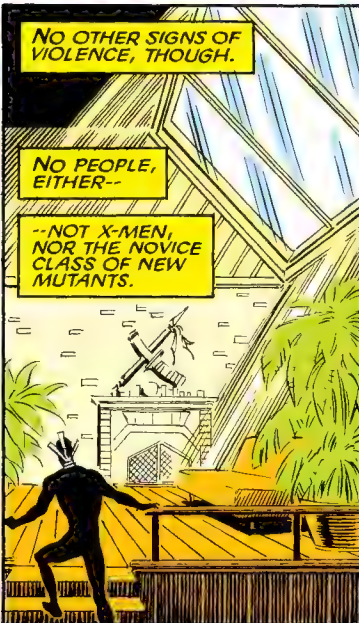


--WRECKED BEYOND REPAIR.

NO OTHER SIGNS OF VIOLENCE, THOUGH.

NO PEOPLE, EITHER--

--NOT X-MEN, NOR THE NOVICE CLASS OF NEW MUTANTS.



I BEGIN TO FEEL LIKE A ROYAL JERK, COMING ON GANGBUSTERS WHEN IN ALL PROBABILITY NO ONE WAS HOME, OUT ON ERRANDS, VISITING FAMILY OR FRIENDS-- SAVING THE WORLD, EVEN.

THAT LAST IS WHAT THE X-MEN DO BEST.



THEY'RE HEROES--

--EVEN THOUGH THEY GET PRECIOUS LITTLE CREDIT OR RESPECT FOR IT.

I NEVER BEGRUDGED THEM THAT WAY OF LIFE...



...I JUST DIDN'T WANT ANY PART OF IT.

I HAD OTHER PRIORITIES.



Whua--???

WELCOME HOME, HAVOK.

TRUST A BAD PENNY TO TURN UP WHERE LAST EXPECTED, AND LEAST WANTED.



THE X-MEN-- LED BY THE SCHOOL'S NEW HEADMASTER, MAGNETO!

HE USED TO BE THE TEAM'S DEADLIEST ENEMY. HE'S SUPPOSED TO HAVE REFORMED. THE X-MEN EVIDENTLY TRUST HIM. I DON'T.

RECOGNITION TAKES ONE SPLIT-SECOND. THOSE THOUGHTS ANOTHER--

--HARDLY ANY TIME AT ALL--

--BUT MORE THAN ENOUGH TO COST ME DEAR!

HEY--?!

WHO--?!!

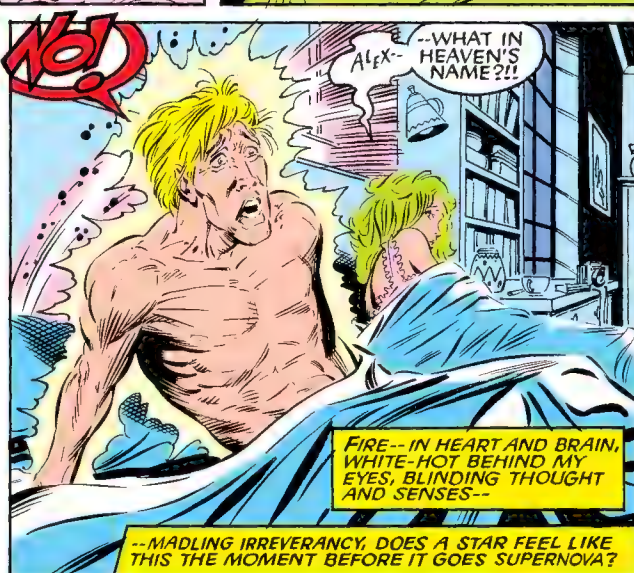
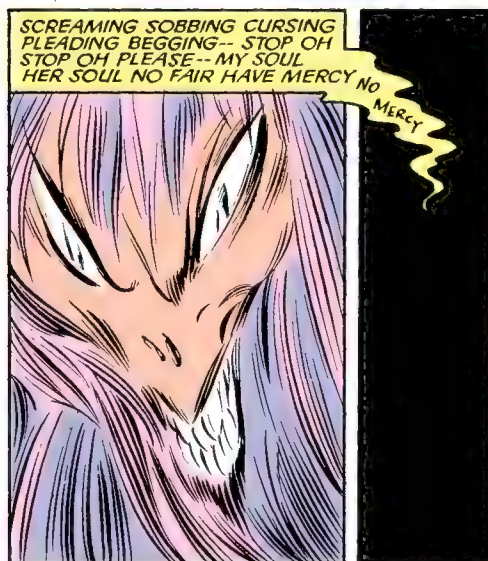
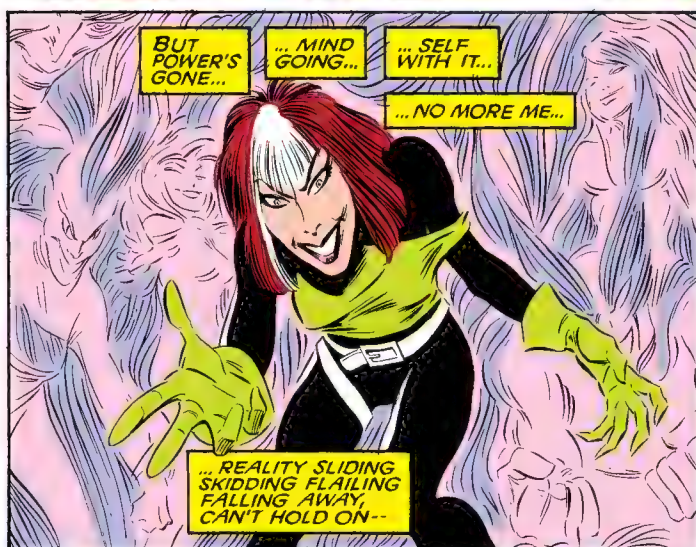
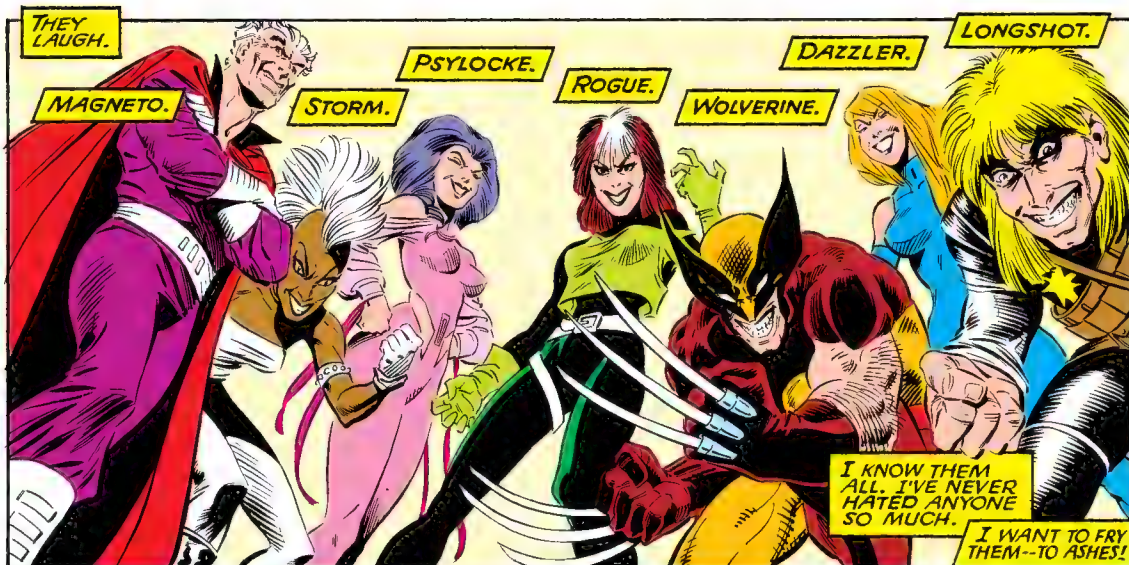
ROGUE!!

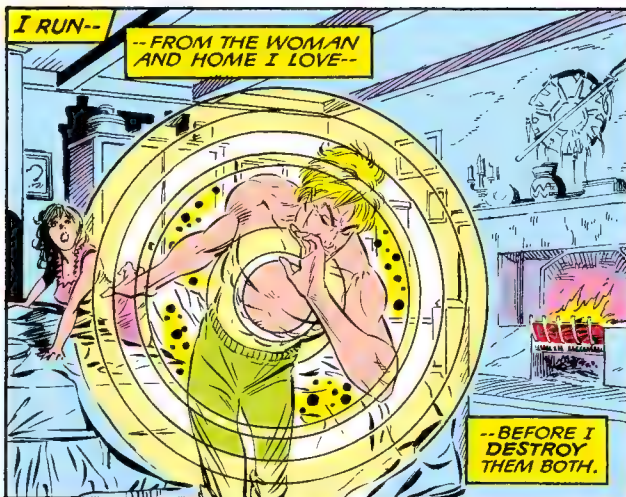
SHE USED TO BE A CROOK, TOO.

SHE STEALS POWERS AND PSYCHES-- NOW, SHE'S AFTER MINE-- CAUGHT OFF-GUARD, NO TIME NO CHANCE NO STRENGTH TO STOP HER--

--ANGER FLARES AS AWARENESS SHATTERFADES. X-MEN MUST HAVE BEEN SUCKERED, SEDUCED, BY THESE FALSEFRIENDS, HOW EASILY SHE TOOK ME!



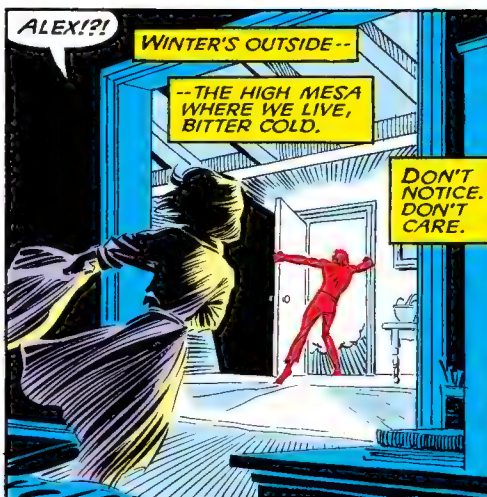




I RUN--

--FROM THE WOMAN
AND HOME I LOVE--

--BEFORE I
DESTROY
THEM BOTH.

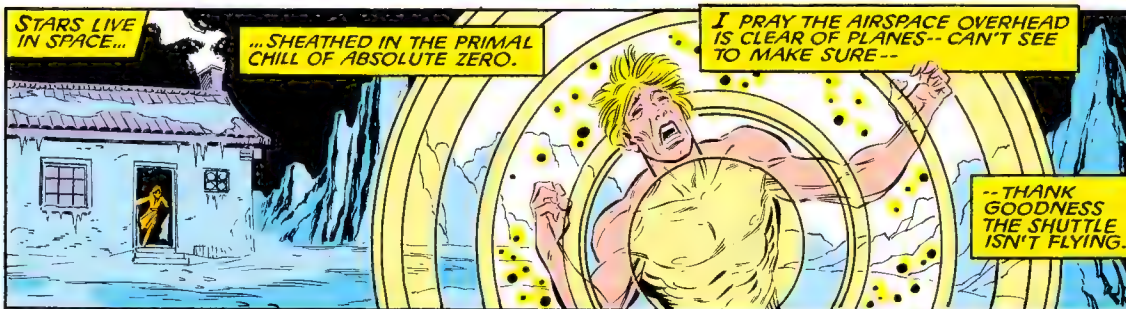


ALEX!?!

WINTER'S OUTSIDE--

--THE HIGH MESA
WHERE WE LIVE,
BITTER COLD.

DON'T
NOTICE.
DON'T
CARE.

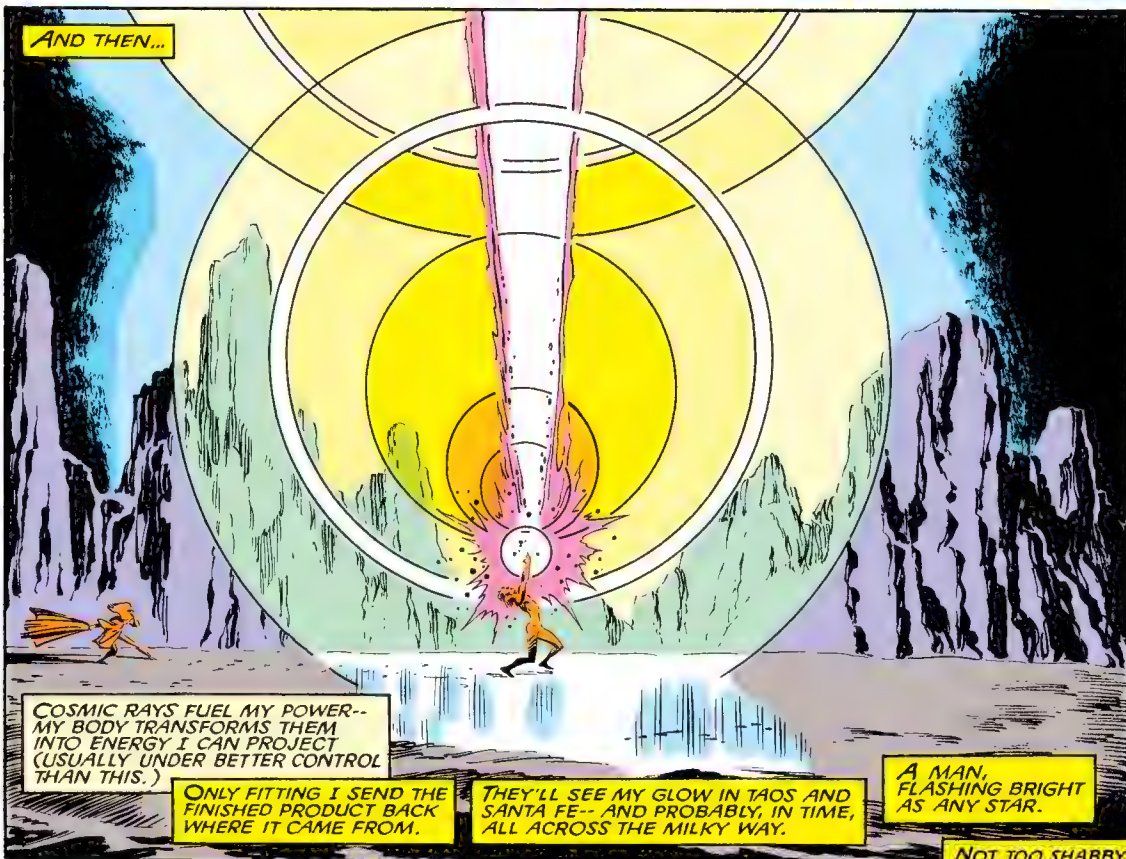


STARS LIVE
IN SPACE...

...SHEATHED IN THE PRIMAL
CHILL OF ABSOLUTE ZERO.

I PRAY THE AIRSPACE OVERHEAD
IS CLEAR OF PLANES-- CAN'T SEE
TO MAKE SURE--

--THANK
GOODNESS
THE SHUTTLE
ISN'T FLYING.



AND THEN...

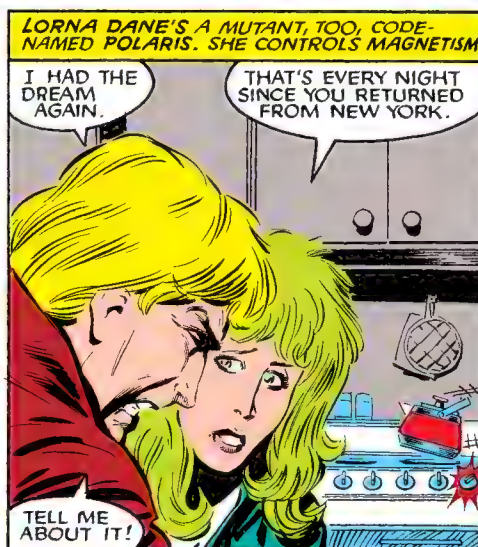
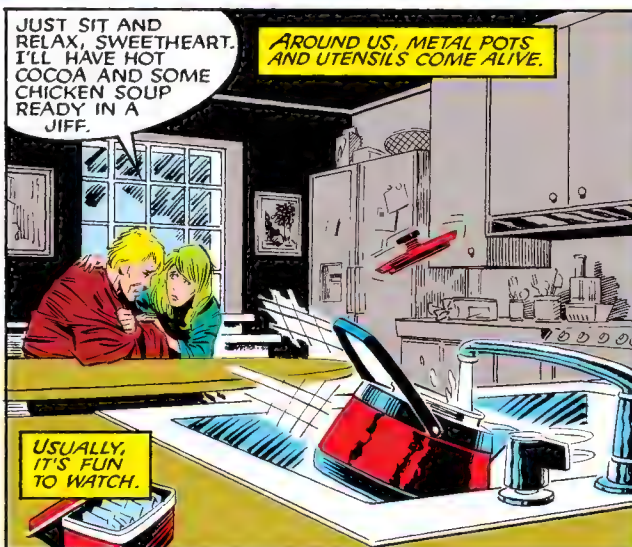
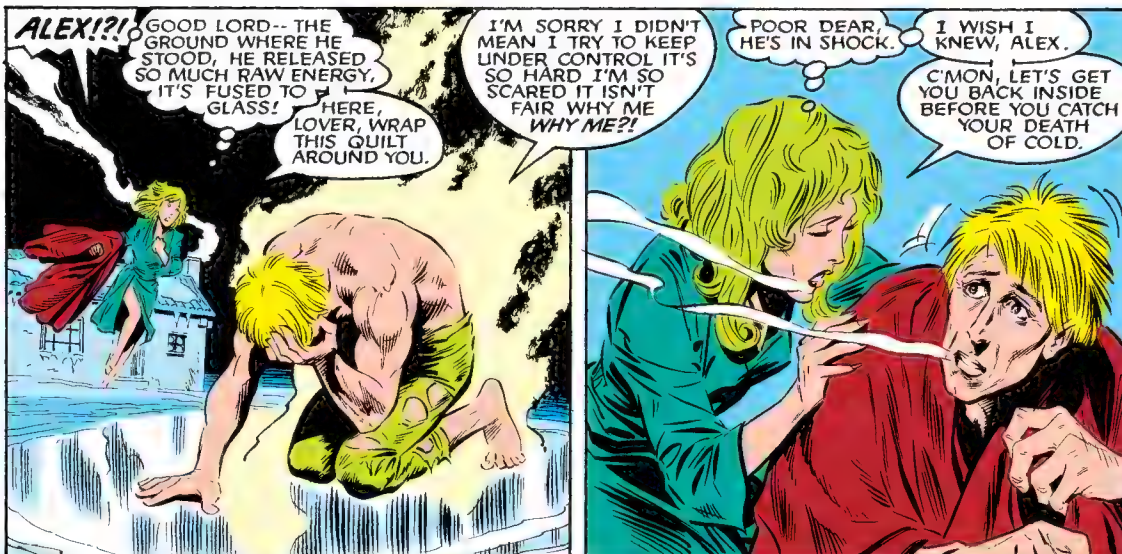
COSMIC RAYS FUEL MY POWER--
MY BODY TRANSFORMS THEM
INTO ENERGY I CAN PROJECT
(USUALLY UNDER BETTER CONTROL
THAN THIS.)

ONLY FITTING I SEND THE
FINISHED PRODUCT BACK
WHERE IT CAME FROM.

THEY'LL SEE MY GLOW IN TAOS AND
SANTA FE-- AND PROBABLY, IN TIME,
ALL ACROSS THE MILKY WAY.

A MAN,
FLASHING BRIGHT
AS ANY STAR.

NOT TOO SHABBY.



I TRY CALLING, GET REALLY TIRED OF LEAVING MESSAGES ON THE SCHOOL'S ANSWERING MACHINE.

HAVEN'T FELT SO EDGY-SCARED...

... SINCE I WAS ADOPTED OUT OF THE ORPHANAGE...

... AND HAD TO LEAVE MY BIG BROTHER, SCOTT, BEHIND.

?

WHERE YOU GO, I GO--

--THAT'S THE DEAL WHEN YOU SHARE A COMMITMENT.

NOT THIS TIME.

PLEASE, LORNA-- I DON'T KNOW WHAT I'M GETTING INTO, I'D FEEL BETTER ON MY OWN.

I CAN HELP.

PLEASE.

SHE NODS...

... AND SMILES-- BUT THAT DOESN'T HIDE THE HURT IN HER EYES. I KNOW HER; SHE THINKS I'M MAKING A MISTAKE.

I MADE YOU A RESERVATION ON THE CRACK OF DAWN FLIGHT OUT OF ALBUQUERQUE.

WE'LL MAKE THE AIRPORT WITH TIME TO SPARE.

NOT ON THESE ROADS.

WHO SAID WE'D USE THE ROADS?

SHOW-OFF.

EXERCISE.

YOU NEED ME, ALEX, YOU PHONE, I'LL BE THERE.

IT'S PROBABLY NOTHING. NERVES AND PARANOIA.

WITH LUCK, I'LL BE HOME TOMORROW.

WE COULD NAIL 'EM BOTH NOW, EASY AS SIN.

ORDERS ARE TO WAIT.

THE BOY'S NOT OUR CONCERN.

THE MARAUDERS' NEXT TARGET, MY FRIENDS...

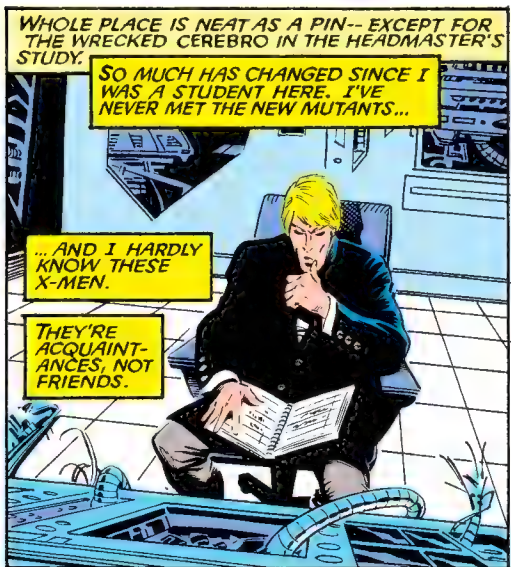
...IS POLARIS!



TIME DIFFERENCE MEANS IT'S LATE AFTERNOON BEFORE I REACH THE SCHOOL.

PICTURE POSTCARD PERFECT, JUST LIKE IN MY DREAM.

AND JUST AS EMPTY.



WHOLE PLACE IS NEAT AS A PIN-- EXCEPT FOR THE WRECKED CEREBRO IN THE HEADMASTER'S STUDY.

SO MUCH HAS CHANGED SINCE I WAS A STUDENT HERE. I'VE NEVER MET THE NEW MUTANTS...

... AND I HARDLY KNOW THESE X-MEN.

THEY'RE ACQUAINTANCES, NOT FRIENDS.



MY CHOICE, MORE THAN THEIRS.

MAGNETO'S DIARY PROVIDES A CLUE.

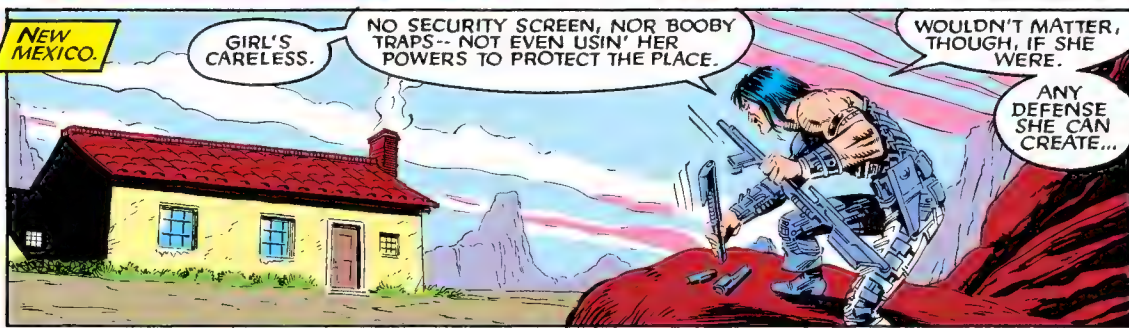
MON TUE
Hellfire Club
Martinez
Danger Room
Lunch w/ Ann
x Charles



TODAY'S DATE.

BUT THEY'RE THE X-MEN'S DEADLY ENEMIES.

WHAT'S HE GOT TO DO WITH THEM?!



NEW MEXICO.

GIRL'S CARELESS.

NO SECURITY SCREEN, NOR BOOBY TRAPS-- NOT EVEN USIN' HER POWERS TO PROTECT THE PLACE.

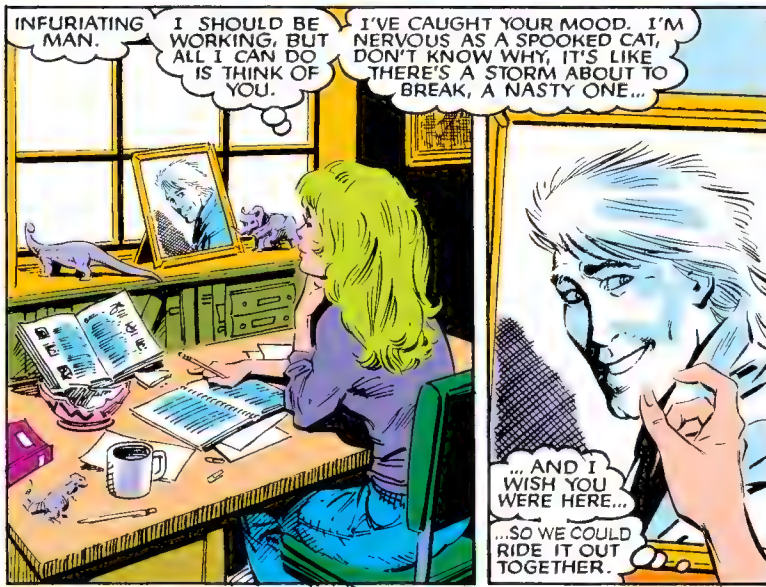
WOULDN'T MATTER, THOUGH, IF SHE WERE.

ANY DEFENSE SHE CAN CREATE...



... SCALP-HUNTER CAN CRAFT THE WEAPON...

...TO SMASH IT!



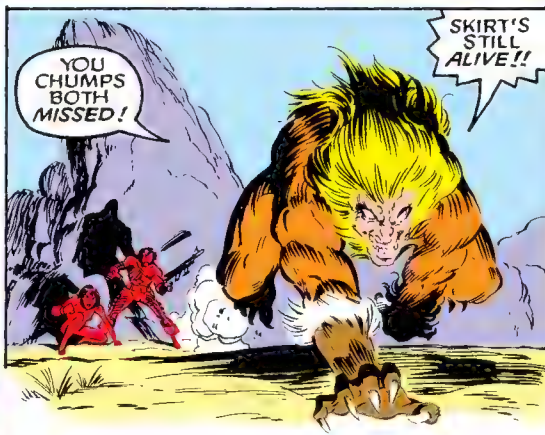
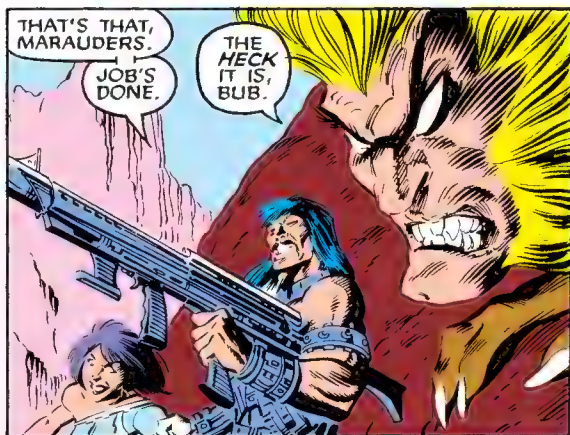
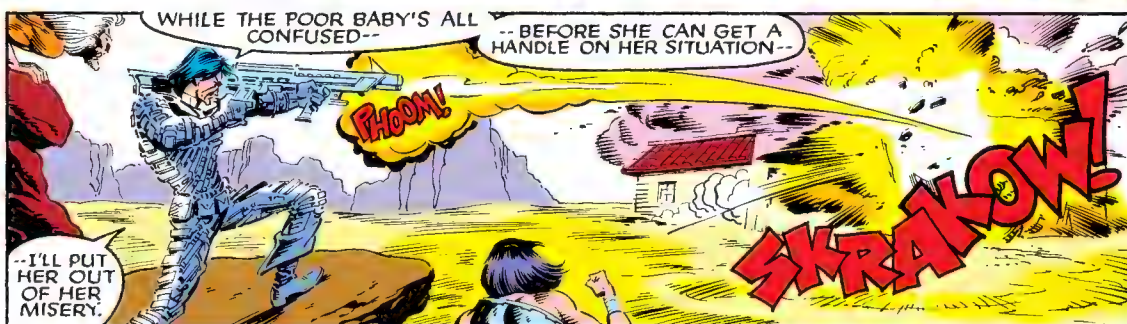
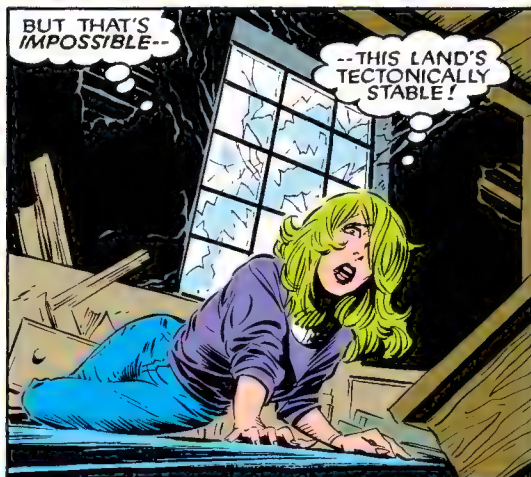
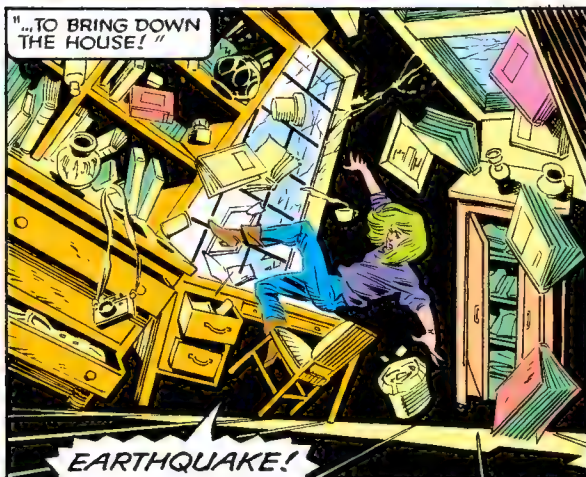
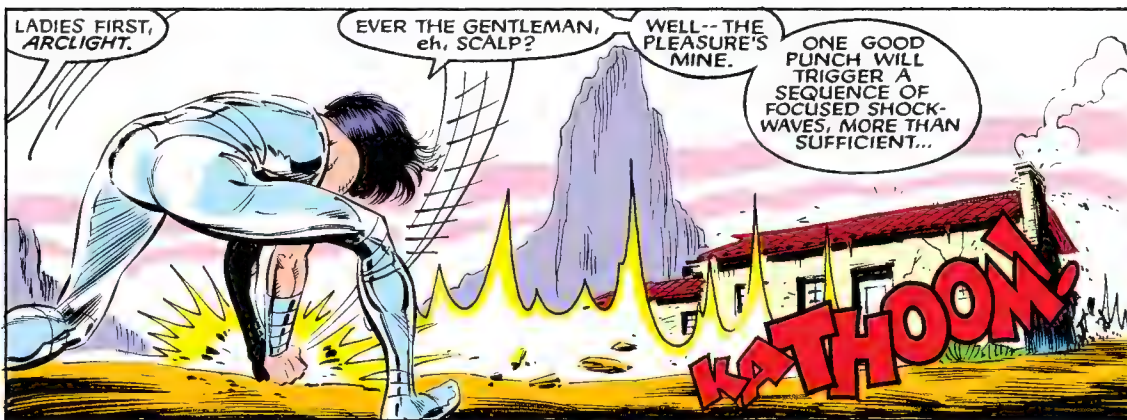
INFURIATING MAN.

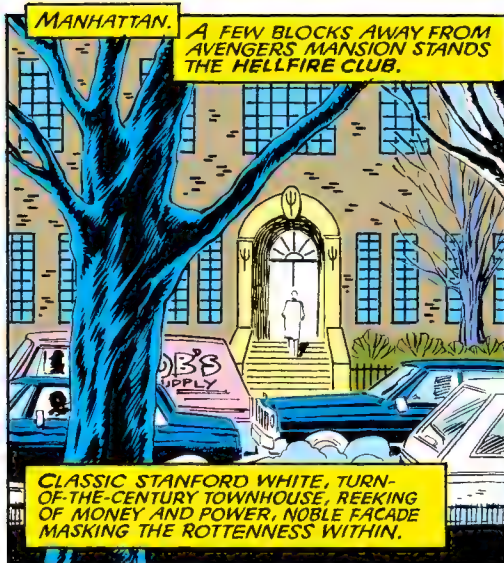
I SHOULD BE WORKING, BUT ALL I CAN DO IS THINK OF YOU.

I'VE CAUGHT YOUR MOOD. I'M NERVOUS AS A SPOOKED CAT, DON'T KNOW WHY, IT'S LIKE THERE'S A STORM ABOUT TO BREAK, A NASTY ONE...

... AND I WISH YOU WERE HERE...

...SO WE COULD RIDE IT OUT TOGETHER.

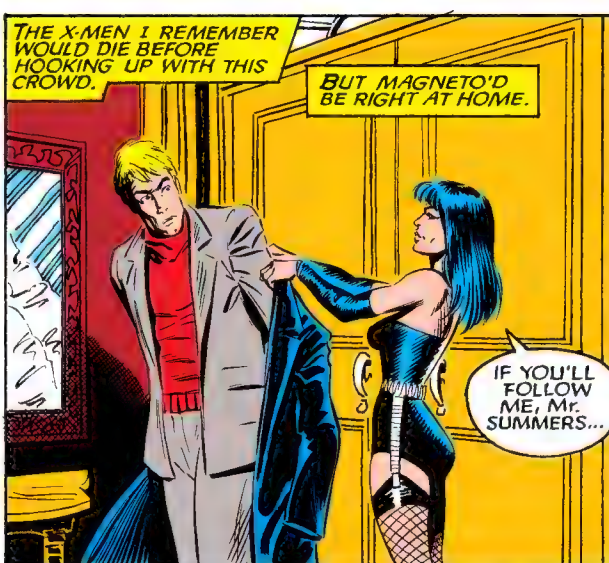




MANHATTAN.

A FEW BLOCKS AWAY FROM AVENGERS MANSION STANDS THE HELLFIRE CLUB.

CLASSIC STANFORD WHITE, TURN-OF-THE-CENTURY TOWNHOUSE, REEKING OF MONEY AND POWER, NOBLE FACADE MASKING THE ROTTENNESS WITHIN.



THE X-MEN I REMEMBER WOULD DIE BEFORE HOOKING UP WITH THIS CROWD.

BUT MAGNETO'D BE RIGHT AT HOME.

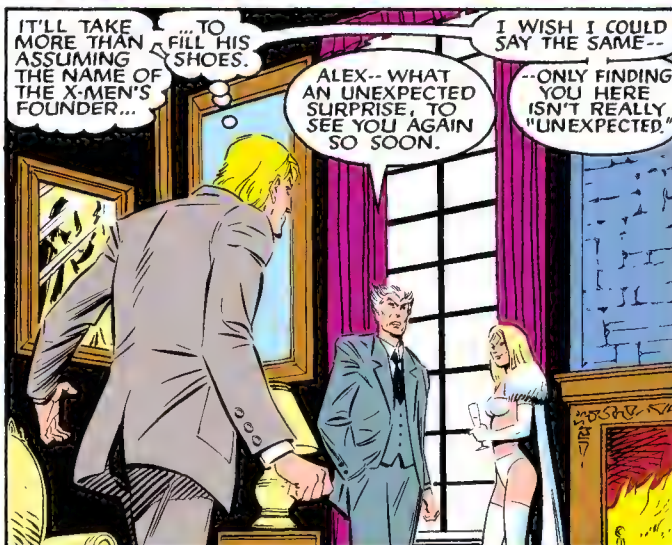
IF YOU'LL FOLLOW ME, MR. SUMMERS...



...PROFESSOR XAVIER WILL SEE YOU IN THE LIBRARY.

Oh-- RIGHT-- MAGNETO'S ADOPTED A COVER IDENTITY, PRETENDING TO BE THE REAL PROFESSOR XAVIER'S MYSTERIOUS, LONG-LOST OLDER COUSIN.

YOU GOT SOME NERVE, MISTER.



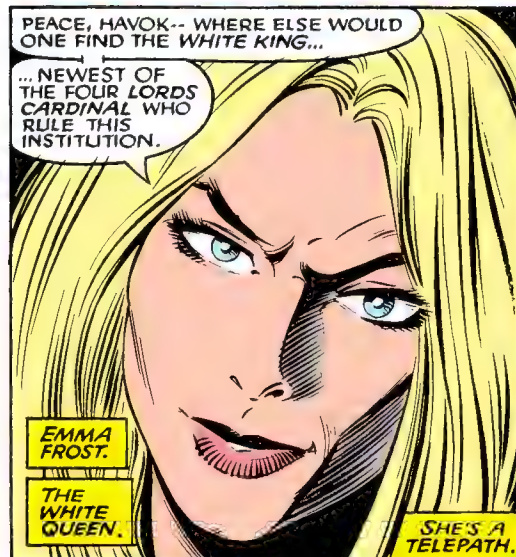
IT'LL TAKE MORE THAN ASSUMING THE NAME OF THE X-MEN'S FOUNDER...

...TO FILL HIS SHOES.

I WISH I COULD SAY THE SAME--

ALEX-- WHAT AN UNEXPECTED SURPRISE, TO SEE YOU AGAIN SO SOON.

--ONLY FINDING YOU HERE ISN'T REALLY "UNEXPECTED."



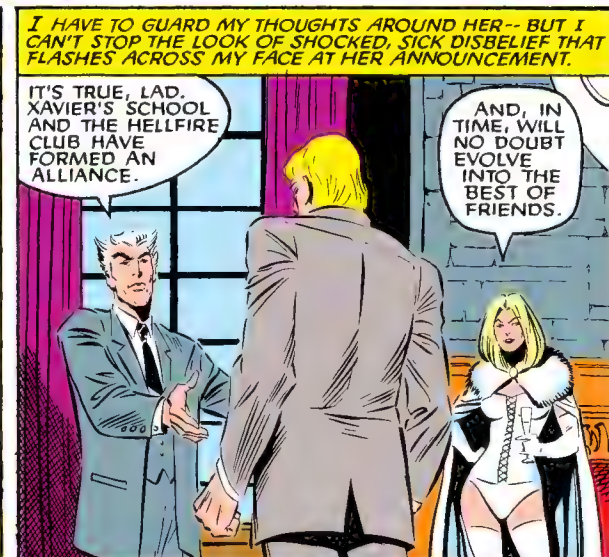
PEACE, HAVOK-- WHERE ELSE WOULD ONE FIND THE WHITE KING...

...NEWEST OF THE FOUR LORDS CARDINAL WHO RULE THIS INSTITUTION.

EMMA FROST.

THE WHITE QUEEN.

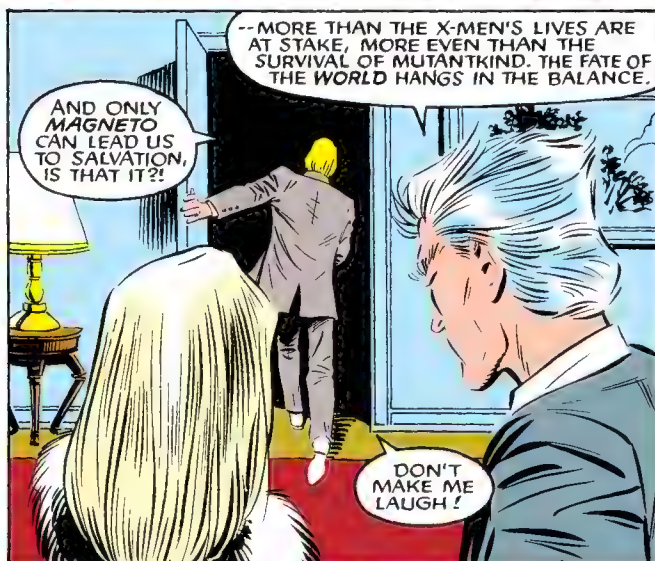
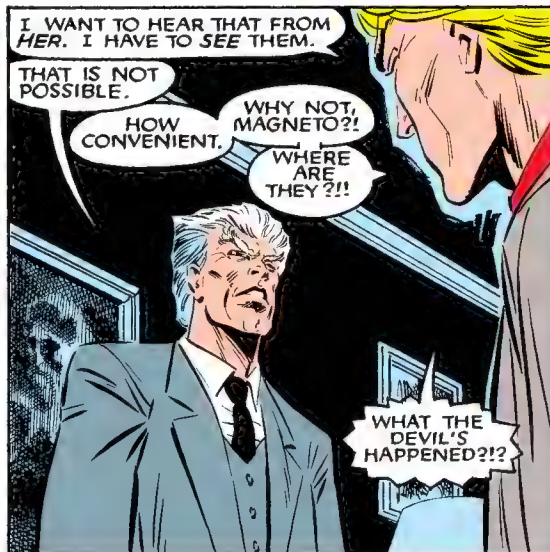
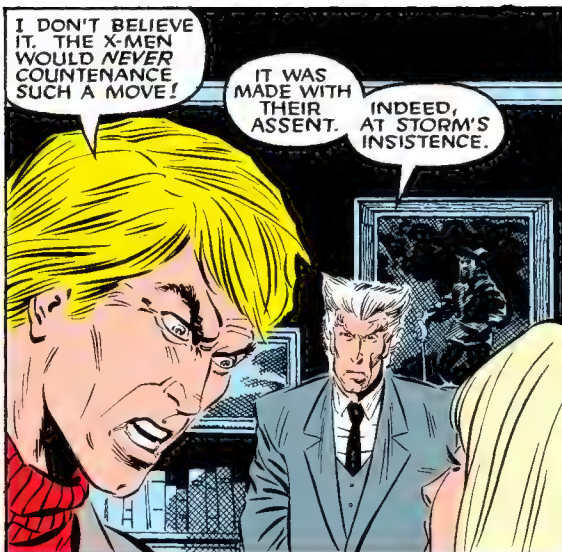
SHE'S A TELEPATH.

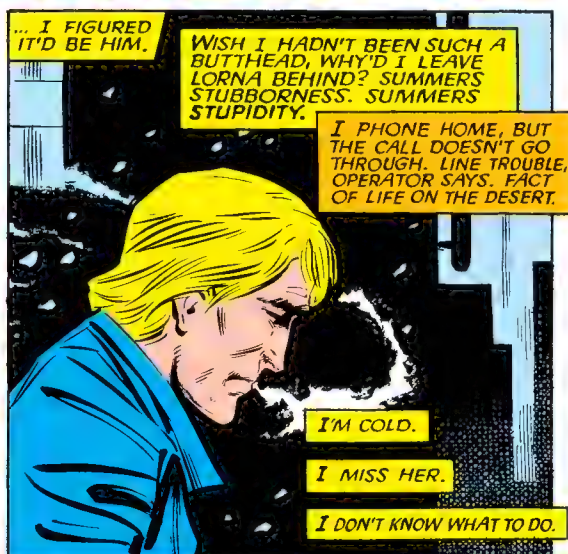
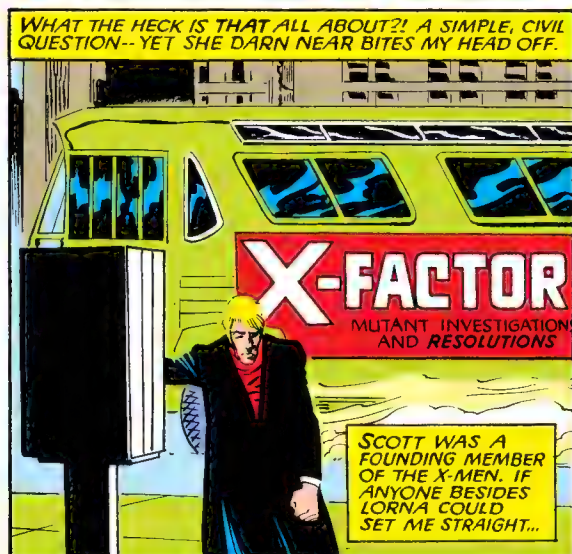
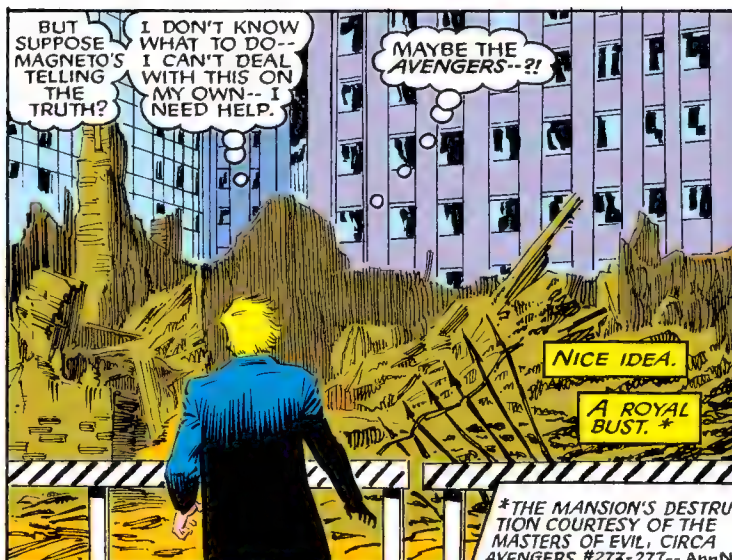
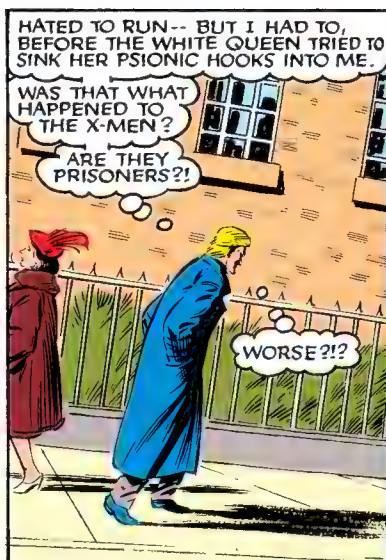


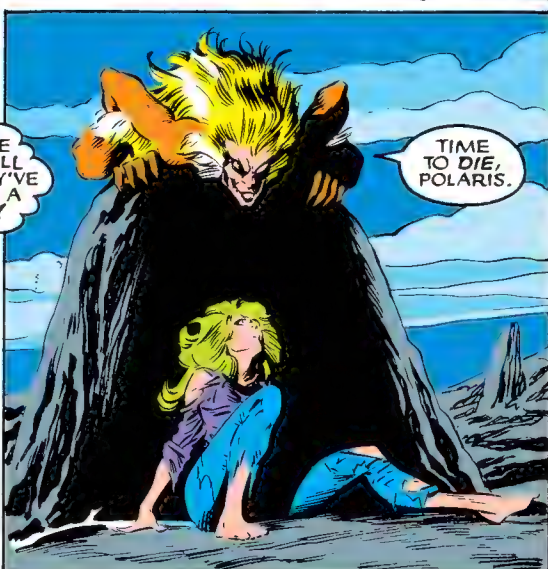
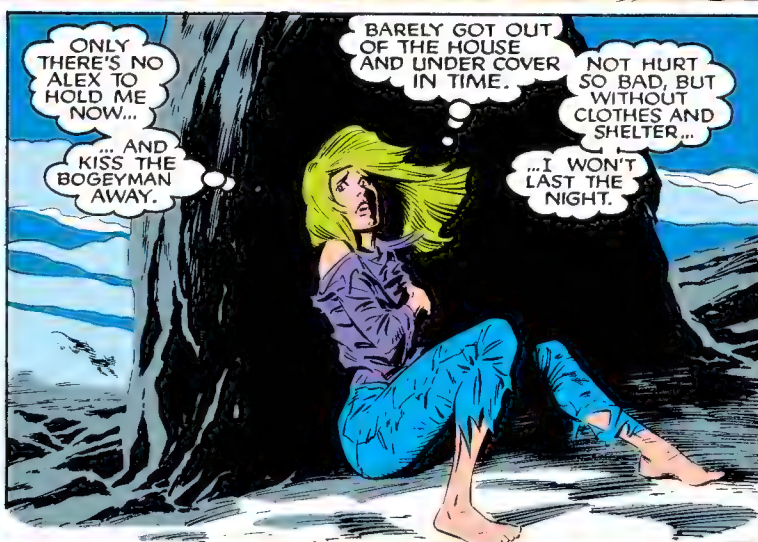
I HAVE TO GUARD MY THOUGHTS AROUND HER-- BUT I CAN'T STOP THE LOOK OF SHOCKED, SICK DISBELIEF THAT FLASHES ACROSS MY FACE AT HER ANNOUNCEMENT.

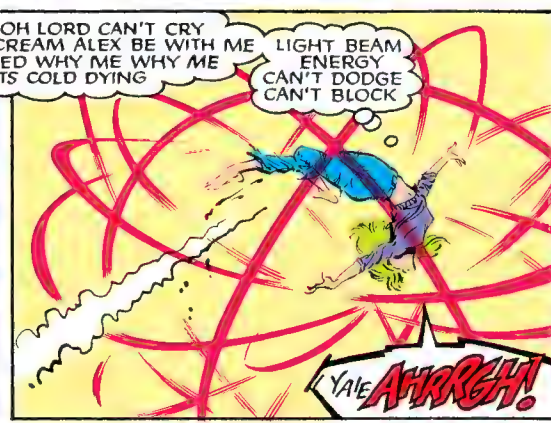
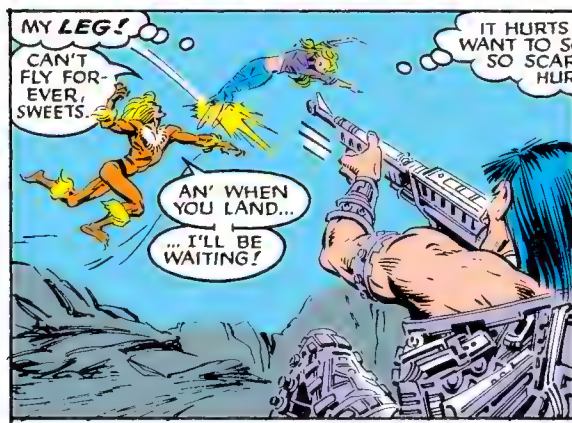
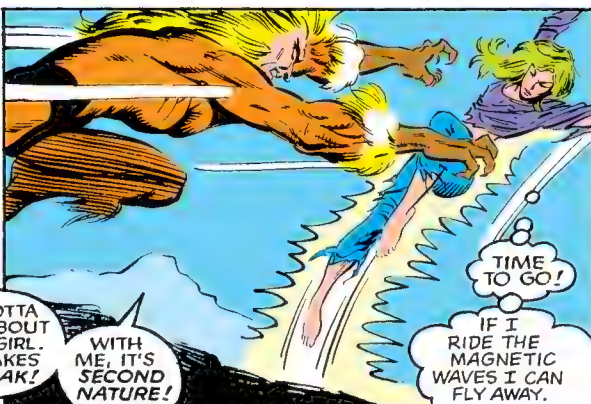
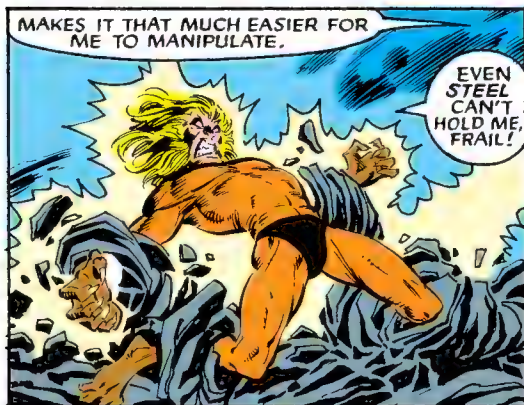
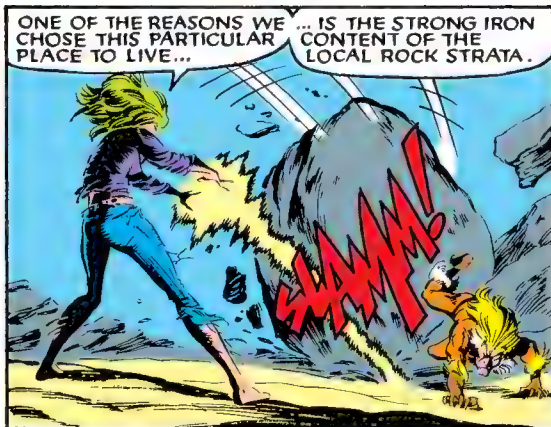
IT'S TRUE, LAD. XAVIER'S SCHOOL AND THE HELLFIRE CLUB HAVE FORMED AN ALLIANCE.

AND, IN TIME, WILL NO DOUBT EVOLVE INTO THE BEST OF FRIENDS.









MANHATTAN.

I "LOVE"
PLAYING
TARZAN.

PERCHING
SNUG AMONG
ABANDONED
BIRDS' NESTS,
WAITING FOR
MAGNETO TO
MAKE A MOVE.

AND THEN PRAYING I
DON'T BREAK MY FOOL
NECK AS I FOLLOW HIM.

AT LEAST THE
COSTUME'S
INSULATED. I
HARDLY FEEL
THE COLD.

THAT ISN'T THE PROBLEM.

IT'S RUNNING
AROUND IN PUBLIC...

...WEARING
AN OUTFIT
THAT FITS
LIKE A
SECOND
SKIN.

THANK HEAVEN THE
DESERT KEEPS ME FIT.

THE PUNCH-OUTS I'LL
ENDURE. THE LAUGHTER
OF THE CROWD WOULD
FINISH ME.

SUBWAY

WISH I HAD SOME POCKETS. FOR
CHANGE. OR A HANDKERCHIEF.

HOW SUPER-PEOPLE DO
THIS ON A REGULAR
BASIS, I'LL NEVER KNOW.

OHHH-KAY--
HE CAME
DOWN THE
STEPS,
ONLY THE
STATION'S
CLOSED.

DOOR'S
STEEL.
MAGNETO
MUST HAVE
USED HIS
MAGNETIC
POWERS...

...TO OPEN
AND
CLOSE
IT.

A TIGHT-FOCUS
PLASMA SHOT
SHOULD TAKE
CARE OF THE
LOCK.

I'M IN LUCK. I'M
ABLE TO FUSE THE
BOLT BACK TOGETHER
AFTER I'M INSIDE.

I HATE BREAKING RULES.

I HATE BEING
NOTICED.

I SPOT HIM A WAYS DOWN THE
TUNNEL, ON THE MAINTENANCE
WALKWAY.

THEN,
ABRUPTLY, HE
DISAPPEARS.

TROUBLE IS, THAT'S
ALL THE X-MEN
EVER SEEM TO DO.



SAFETY
ALCOVE.

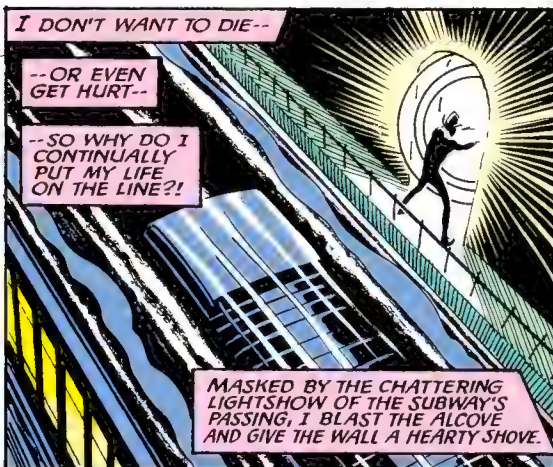
NO
EXIT

LOOKS LIKE SOLID
CONCRETE-- PART
OF THE TUNNEL
WALL--

-- BUT IT
MUST BE
ANOTHER
DOORWAY.
TRAIN!

I FLATTEN INTO THE SHADOWS, MY
BLACK COSTUME BLENDING WITH
THEM TO MAKE ME PRETTY MUCH
INVISIBLE...

... WONDERING IF
MAGNETO'S WAITING
FOR THE CHANCE TO
SHOVE ME UNDER THE
SUBWAY'S WHEELS,
LIKE VILLAINS DO IN
THE MOVIES.

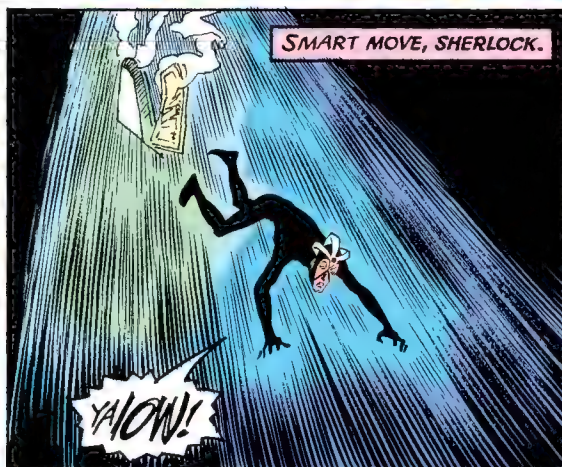


I DON'T WANT TO DIE--

-- OR EVEN
GET HURT--

--SO WHY DO I
CONTINUALLY
PUT MY LIFE
ON THE LINE?!

MASKED BY THE CHATTERING
LIGHTSHOW OF THE SUBWAY'S
PASSING, I BLAST THE ALCOVE
AND GIVE THE WALL A HEARTY SHOVE.

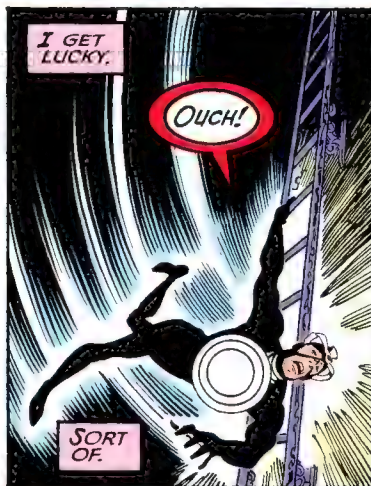


SMART MOVE, SHERLOCK.

YAW!



I GRAB, FOR ANYTHING!



I GET
LUCKY.

OUCH!

SORT
OF.



A THOUSAND YEARS LATER--WHEN
BREATH AND HEART ARE BACK TO
NORMAL AND I DON'T HURT
QUITE SO MUCH--

--I START
DOWN.



AND DOWN.

AND DOWN.

FOR QUITE
A WAYS.

THESE MUST BE THE
MORLOCK TUNNELS.

SCOTT TOLD ME
ABOUT THEM--

-- A STREET-GANG OF
MUTANTS THAT CHOSE
TO LIVE WAY UNDER-
GROUND, INSTEAD OF
ON THE SURFACE.

NICE
NEIGHBOR-
HOOD.

WHAT'S MAGNETO WANT WITH THEM-- UNLESS HE'S OUT TO FORM ANOTHER BROTHERHOOD OF EVIL MUTANTS?!

I'LL HEAD FOR THAT LIGHT--

-- PROBABLY WHERE I'LL FIND THE PEOPLE.

Hmmh--
BURN
MARKS.

AS IF THESE TUNNELS HAD BEEN SCoured BY A WHITE-HOT FLAME.

PRETTY RECENT, TOO.

ANYONE CAUGHT IN THAT CONFLAGRATION...

...WOULDN'T WHAT THE DEVIL HAPPENED?!

HAVE
STOOD A
PRAYER.

I THOUGHT THE MORLOCKS WERE A PRETTY BIG OUTFIT...

...WHERE'S EVERYONE GONE?!

WAIT A MINUTE-- I REMEMBER NOW-- THEIR BOSS WAS A WOMAN NAMED CALLISTO!

BUT-- WHY'S SHE ON MUIR ISLE--

--WHY ARE THE X-MEN HERE???

THE WHOLE CREW FROM MY NIGHTMARE-- EXCEPT WOLVERINE AND ROGUE-- WITH DAZZLER'S GLOWING BODY PROVIDING THE LIGHT.

THANKS TO THE MARAUDERS...

...THE MORLOCKS HAVE BEEN VIRTUALLY WIPED OUT...



... AND THE X-MEN'S NUMBERS CUT IN HALF, WITH NO GUARANTEE THAT COLOSSUS, NIGHTCRAWLER OR SHADOWCAT WILL EVER RECOVER, MUCH LESS RETURN TO THE TEAM.

WHAT?!!

THE MARAUDERS EVIDENTLY CONSIDER US THEIR PARAMOUNT FOE.

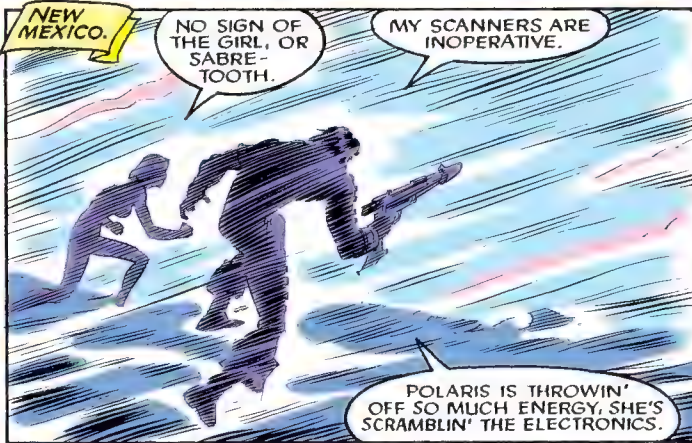
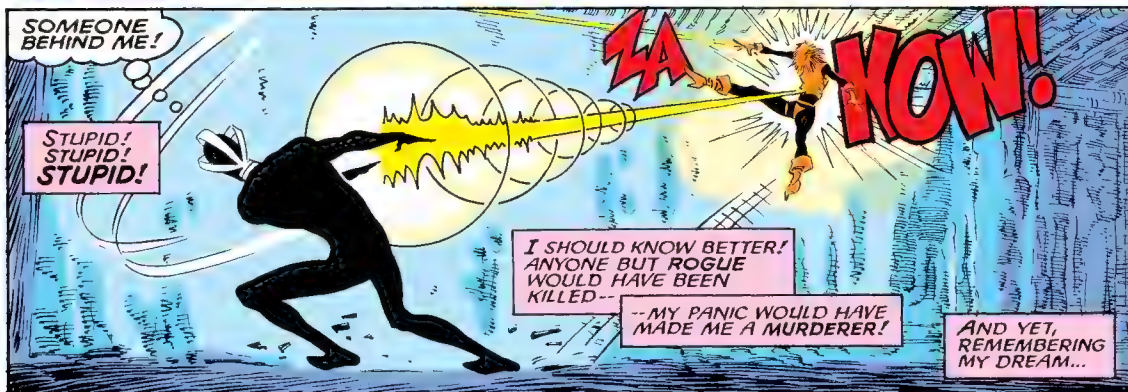
SO LONG, THEN, AS THE X-MEN EXIST, THEY WILL MAKE EVERY EFFORT TO DESTROY US-- EITHER BY ATTACKING DIRECTLY, OR THROUGH THOSE WE CARE FOR.

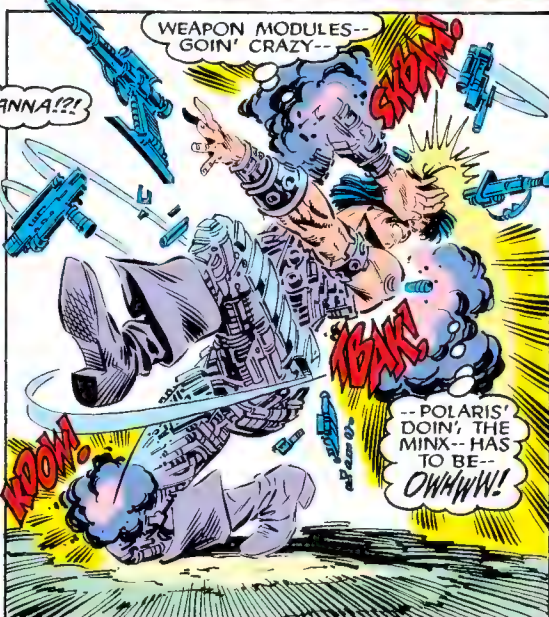
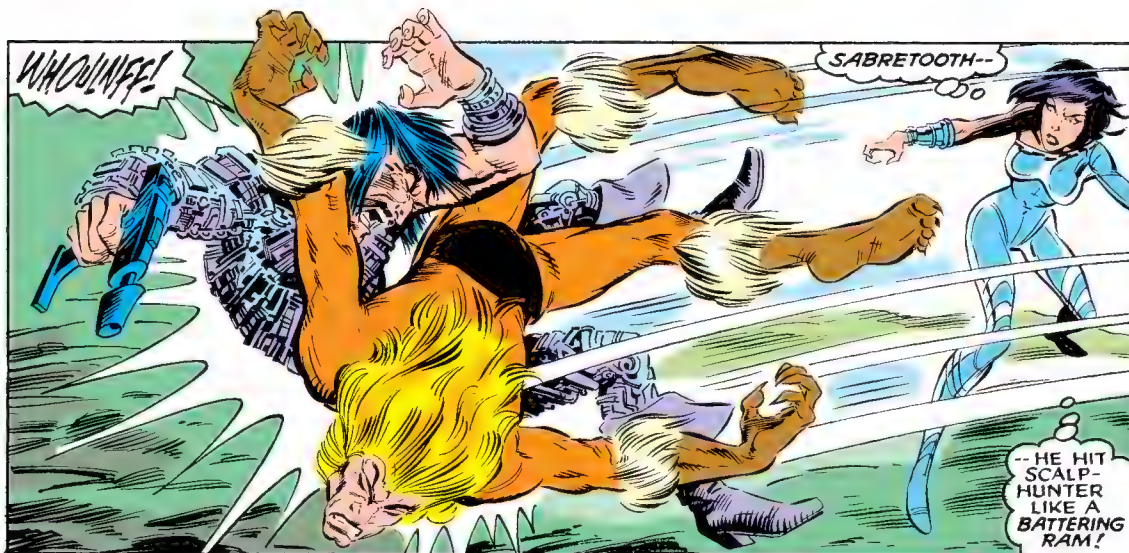
WE CANNOT PROTECT EVERYONE WE KNOW-- BUT HOW CAN WE FIGHT, AWARE THAT BY DOING SO, INNOCENTS WILL SUFFER? YET, NOT RESISTING MEANS CEDING VICTORY TO THE MARAUDERS-- WHICH IS EQUALLY UNACCEPTABLE.

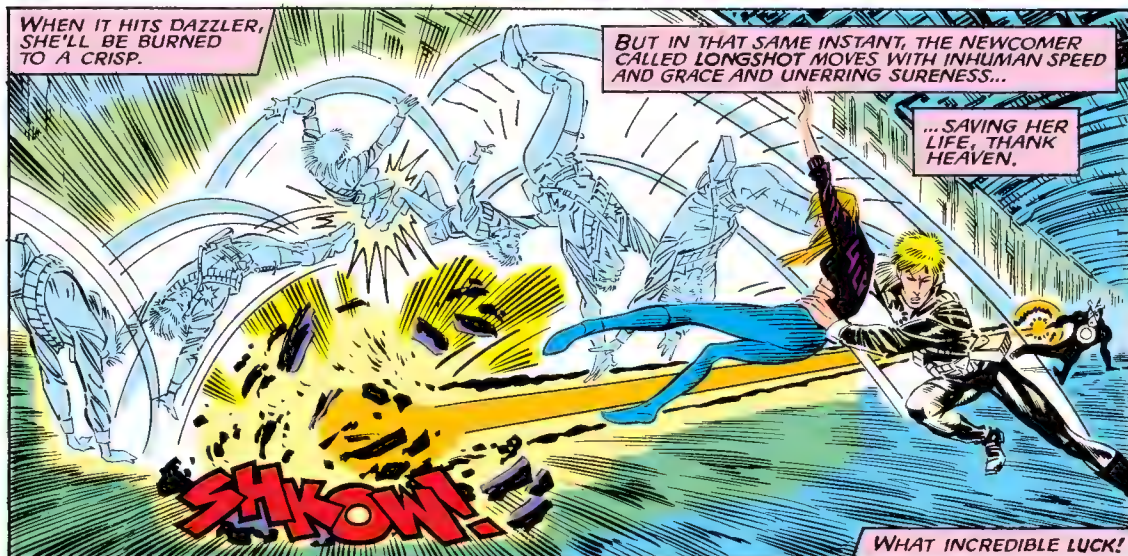
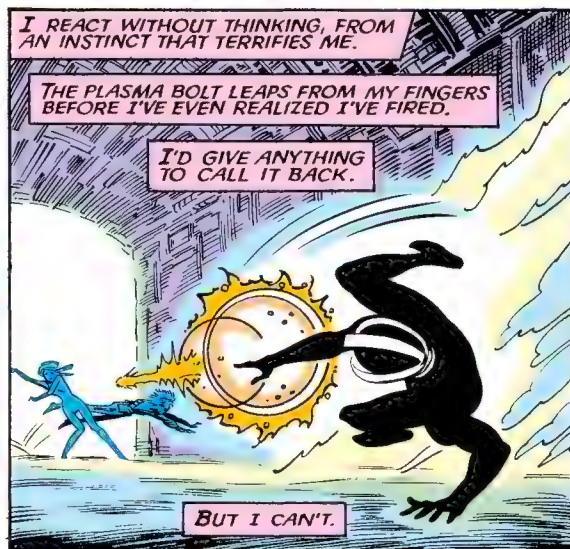
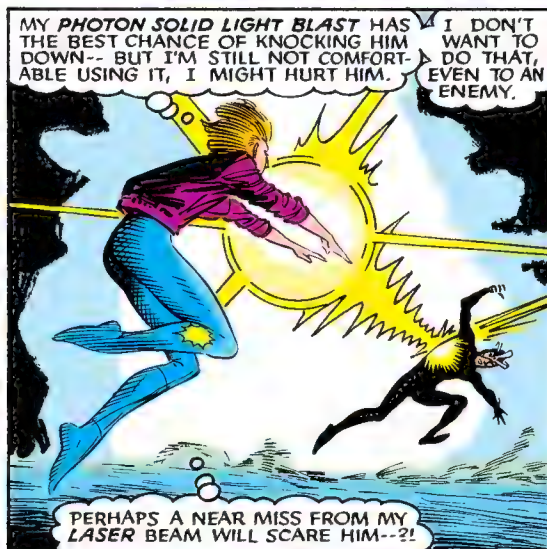
THE SOLUTION TO OUR DILEMMA IS TO FIND ANOTHER WAY-- WHICH ALLOWS US TO REGAIN THE INITIATIVE.

AND THAT, I THINK, IS TO MAKE THE KILLERS BELIEVE THEY HAVE ACCOMPLISHED THEIR OBJECTIVE.

MY FRIENDS-- THE X-MEN MUST DIE!







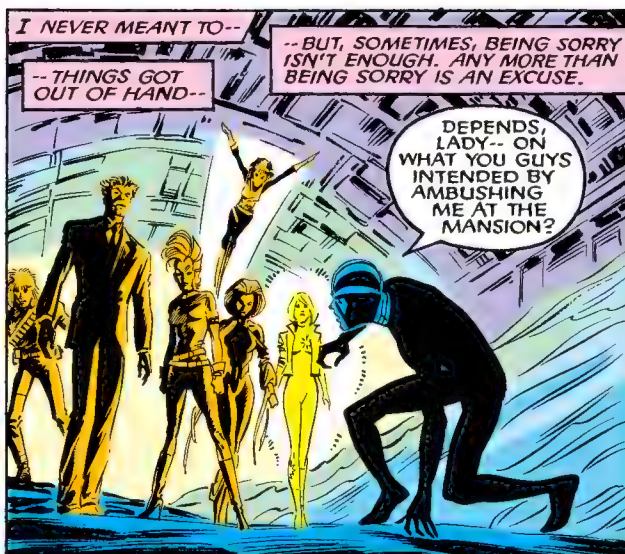


HAVOK--

A "VOICE" IN MY MIND-- MUST BE PSYLOCKE, THE TELEPATH.

--HAVE YOU LOST YOUR SENSES?!

ARE YOU TRYING TO KILL US?!!



I NEVER MEANT TO--

--THINGS GOT OUT OF HAND--

--BUT, SOMETIMES, BEING SORRY ISN'T ENOUGH. ANY MORE THAN BEING SORRY IS AN EXCUSE.

DEPENDS, LADY-- ON WHAT YOU GUYS INTENDED BY AMBUSHING ME AT THE MANSION?



YOU SAID HE WOULD NOT REMEMBER.

HE SHOULDN'T HAVE-- BUT I ALSO WARNED YOU, STORM, THAT YOUR PROFESSOR XAVIER TAUGHT HIS STUDENTS MOST EFFECTIVE PSIONIC DEFENSES.

TO EDIT HAVOK'S MEMORIES MORE COMPLETELY WOULD HAVE RISKED CAUSING PERMANENT DAMAGE.



ARE YOU KIDDING--?!

WHAT GIVES HERE, STORM?! I'M AN X-MAN TOO, Y'KNOW-- I JOINED THE TEAM BEFORE ANY OF YOU-- IF SOMETHING SERIOUS HAS HAPPENED...

...YOU'VE NO RIGHT TO KEEP ME OUT...



THAT WAS DONE FOR YOUR OWN PROTECTION, HAVOK.

AND OURS.

HE HEARD OUR DISCUSSION, STORM, HE KNOWS TOO MUCH.

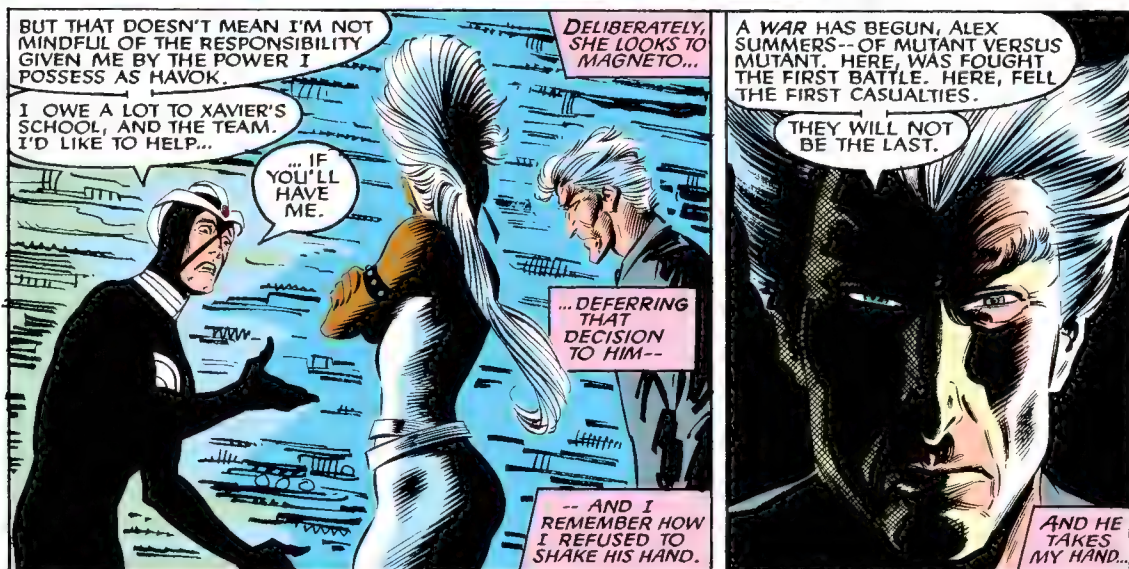
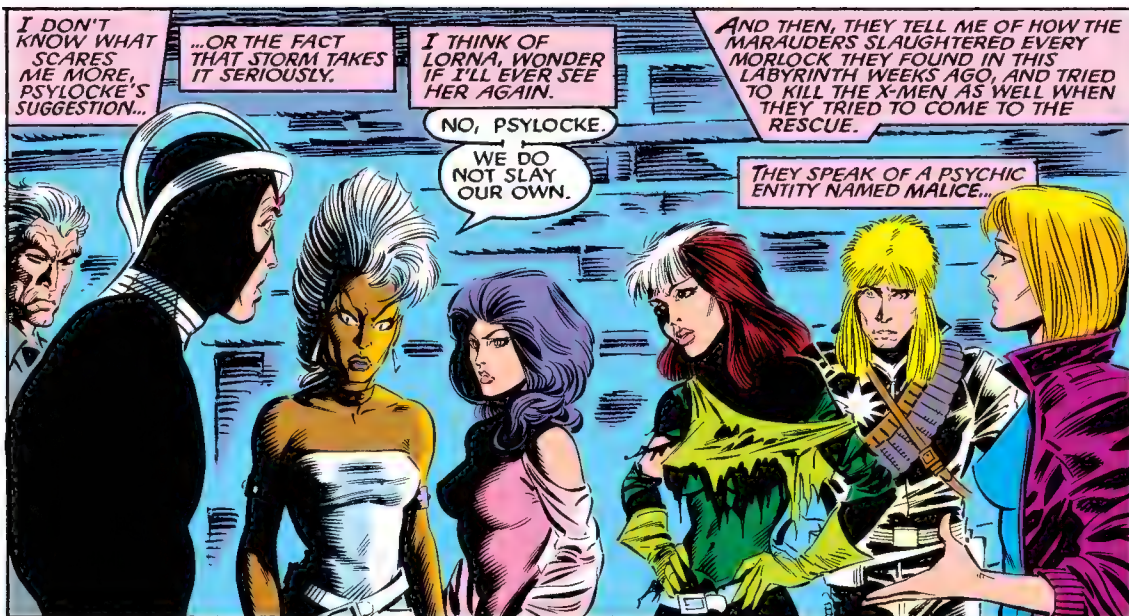
I DARE NOT ATTEMPT ANOTHER MINDWIPE...

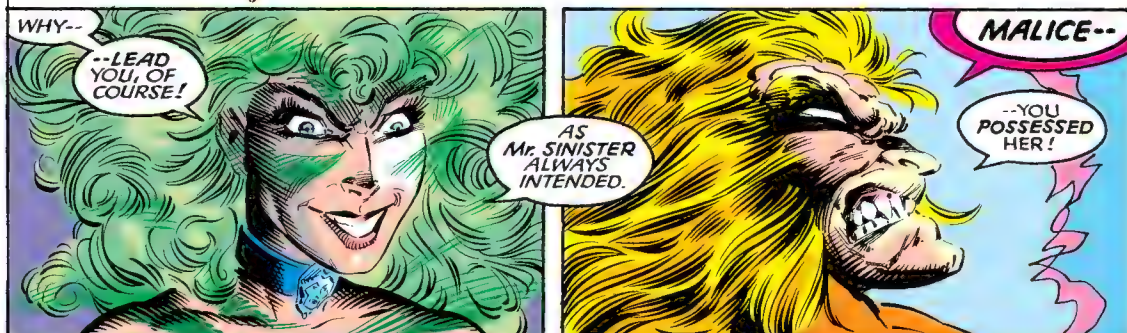
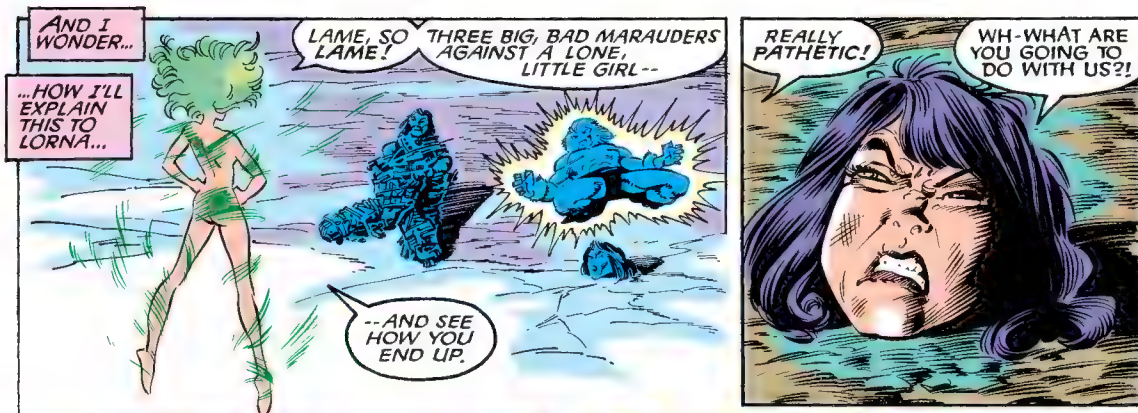
...BUT, AS WELL, WE DARE NOT LEAVE HIM LOOSE, WHERE THE MARAUDERS CAN GET AT HIM.

HAVE WE ANY OTHER OPTION?

WOLVERINE'S. KILL HIM.

...ESPECIALLY BY PLAYING GAMES WITH MY HEAD!





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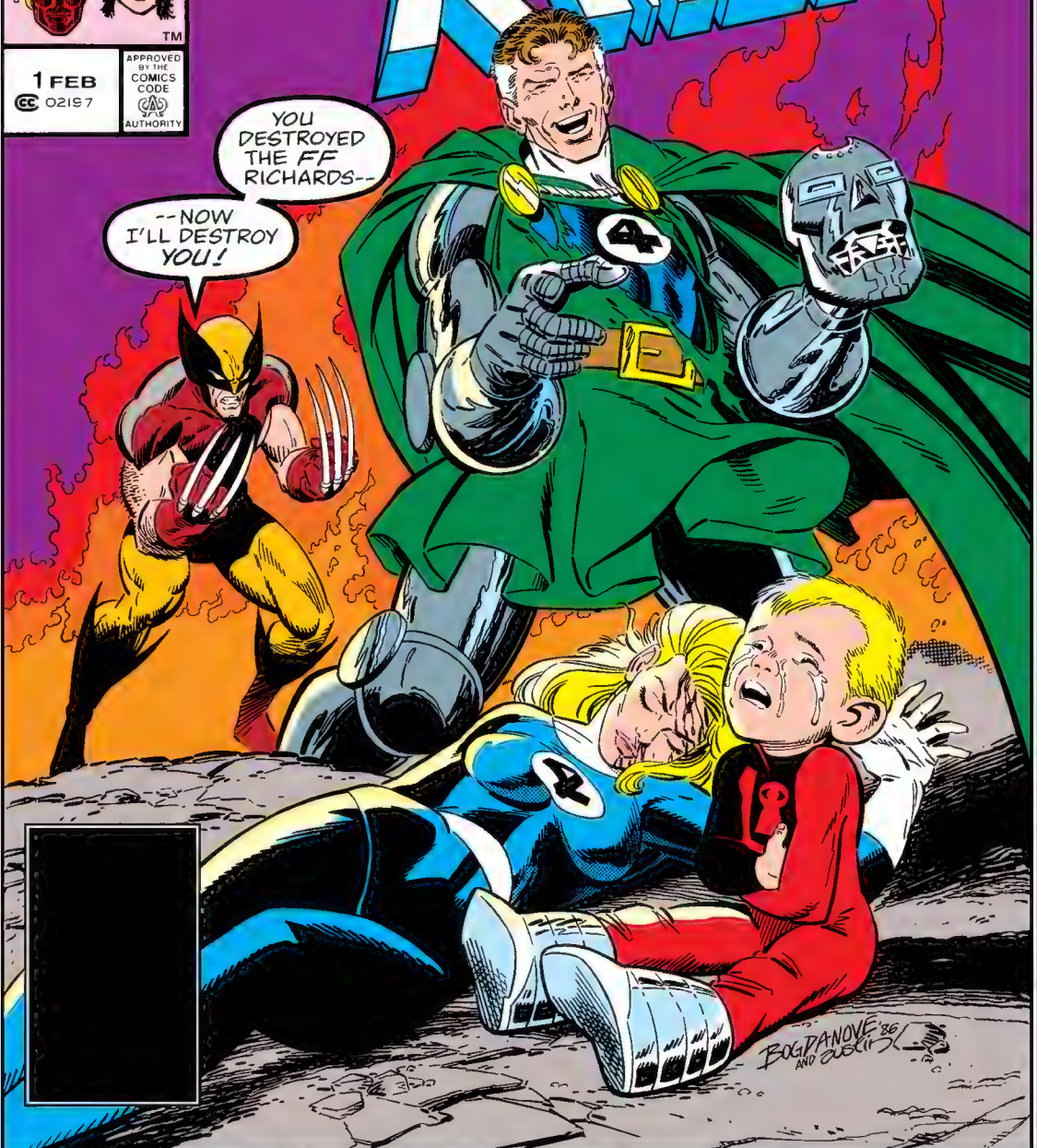
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#1 IN A FOUR-ISSUE LIMITED SERIES

FANTASTIC FOUR

VERSUS THE

X-MEN



YOU
DESTROYED
THE FF
RICHARDS--

--NOW
I'LL DESTROY
YOU!

BOGDANOV 86
AND JUBIL 86

STAN LEE
PRESENTS:

ARE YOU SURE?!

THIS IS THE LAND
OF LOST HOPE--

-- A REALM OF NIGHTMARE,
A PLACE OF UTTER,
UNENDING MADNESS--
DOMINATED BY THE
TEMPLE OF DESPAIR.

AS MUCH REAL AS A
DREAM, THERE IS NOWHERE
MORE TERRIBLE-- BECAUSE
IT MIXES WHAT WAS
WITH WHAT IS...

...TO BRING FORTH THE
SHAPE OF WHAT
MIGHT YET BE.

THE FUTURE, OF A
LOST AND LONELY
LITTLE BOY.

DADDY!

YOU
KILLED
HER!

CHRIS
CLAREMONT
WRITER

JON
BOGDANOVE
PENCILER

TERRY
AUSTIN
INKER

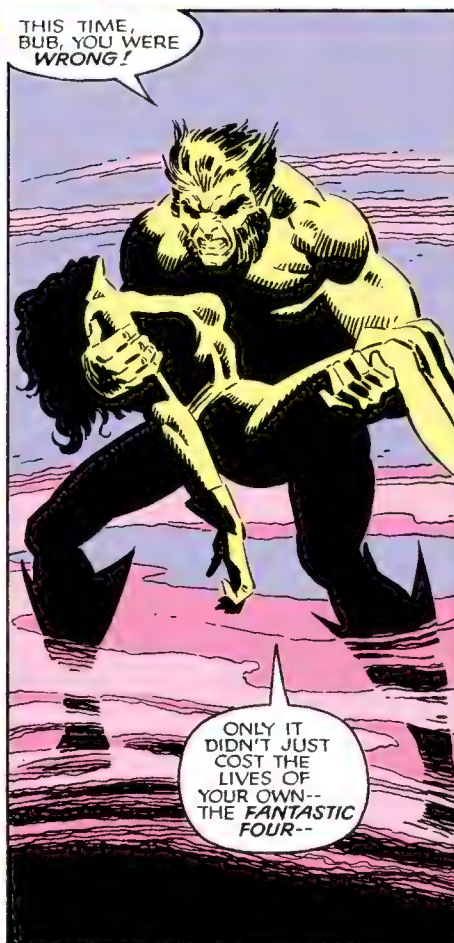
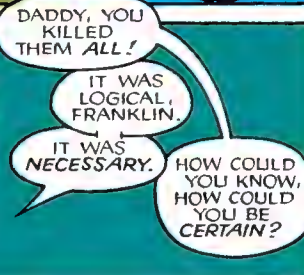
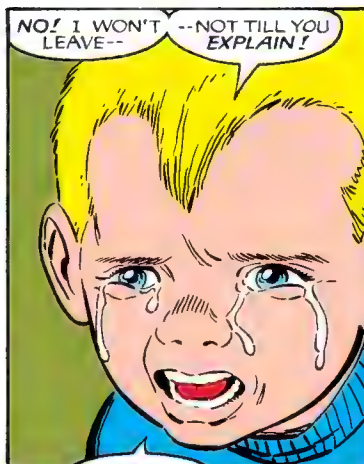
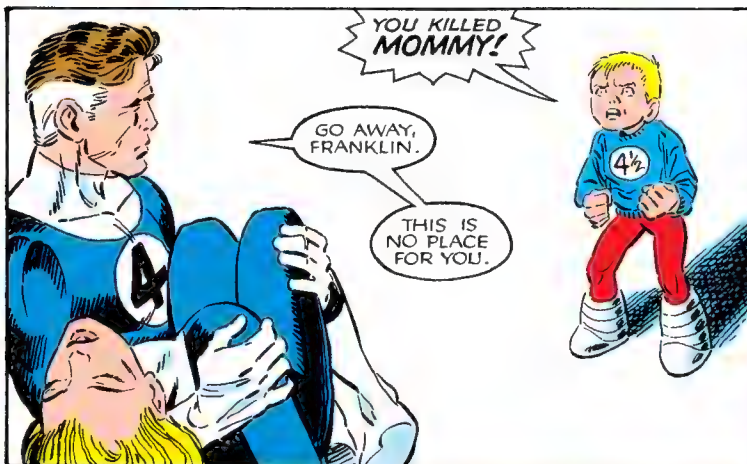
TOM
ORZECZOWSKI
LETTERER

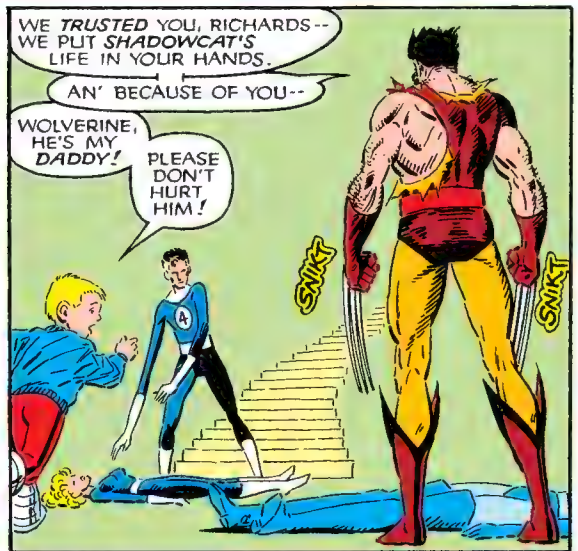
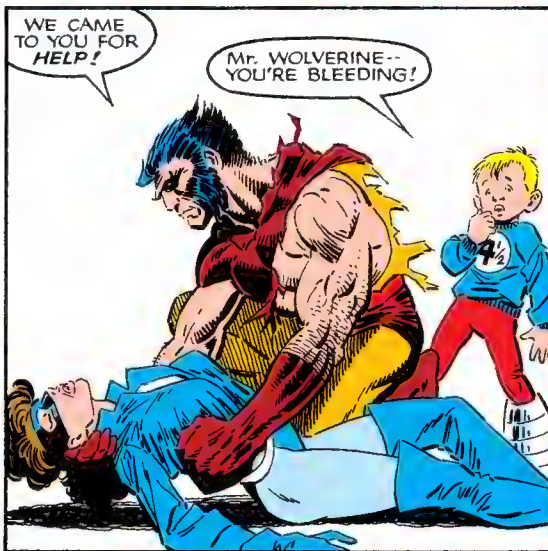
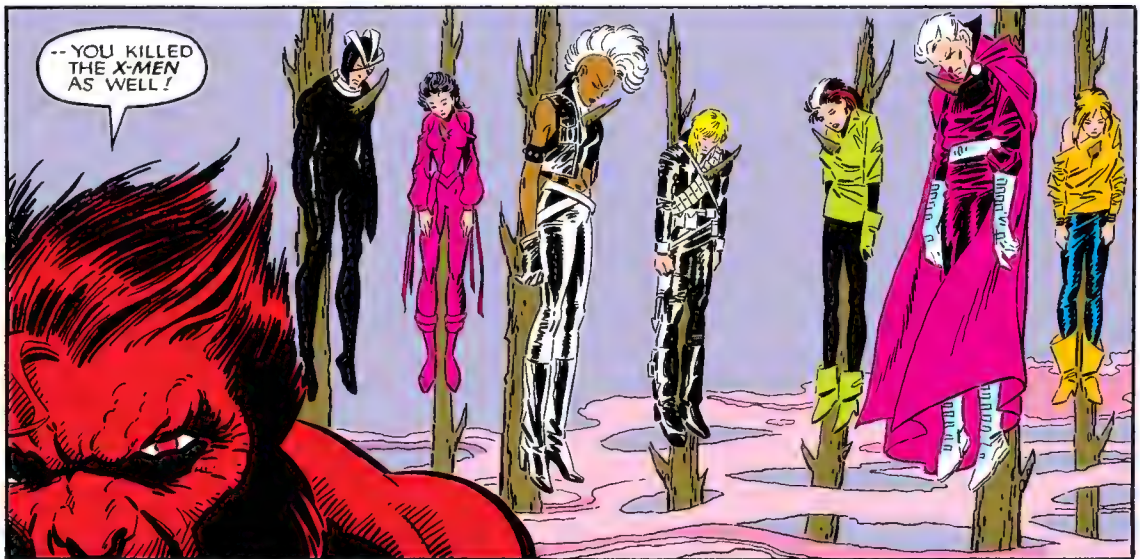
GLYNIS
OLIVER
COLORIST

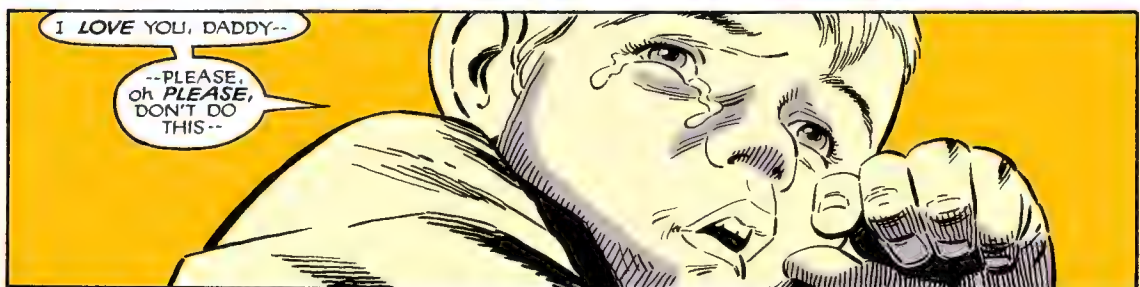
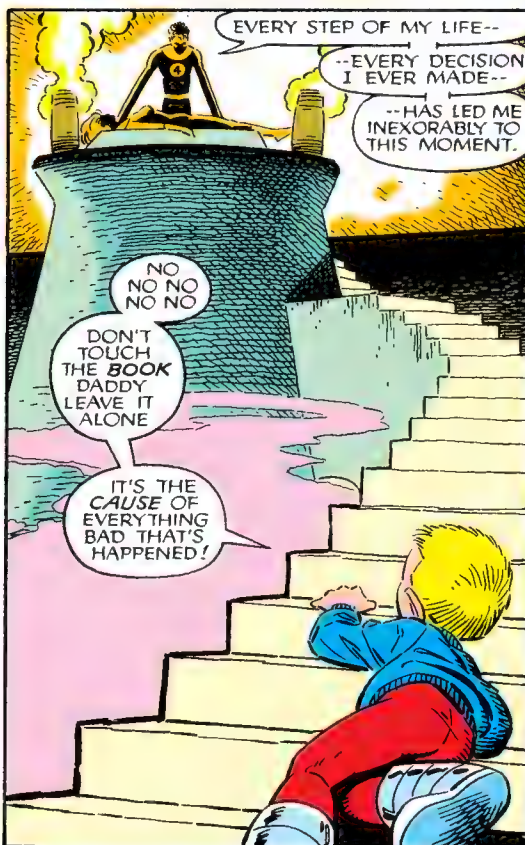
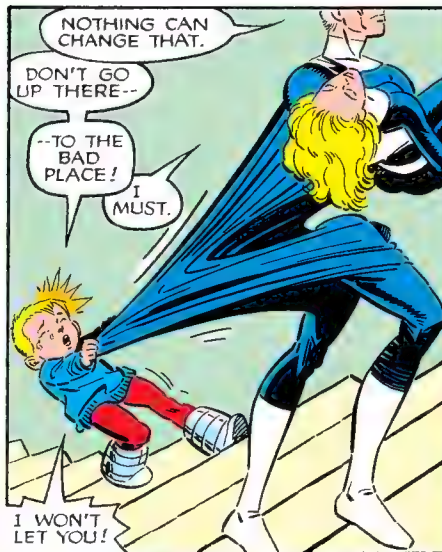
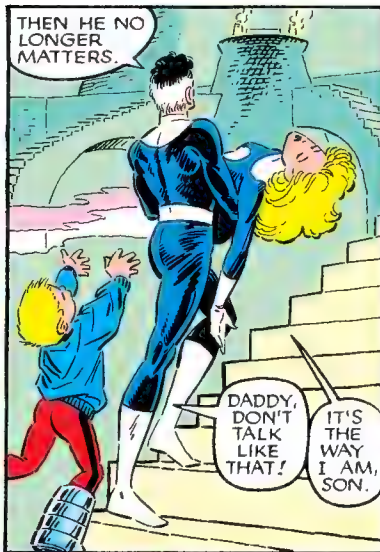
ANN
NOCENTI
EDITOR

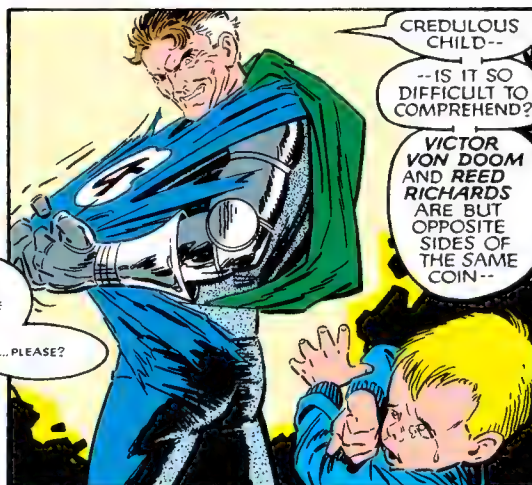
MIKE CARLIN
& DON DALEY
CONSULTING EDS.

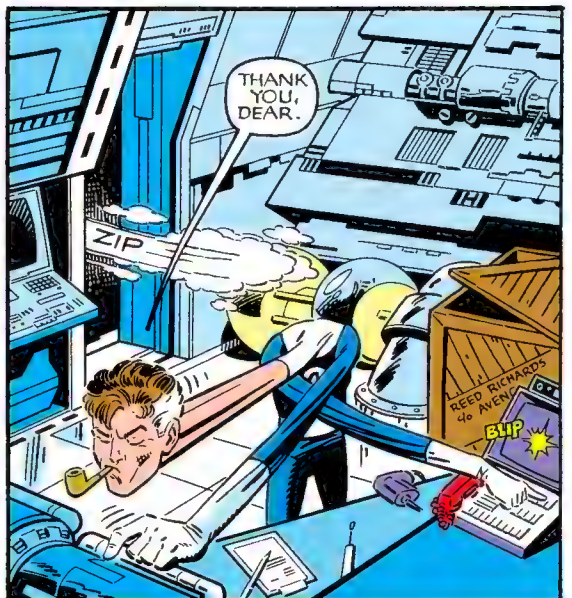
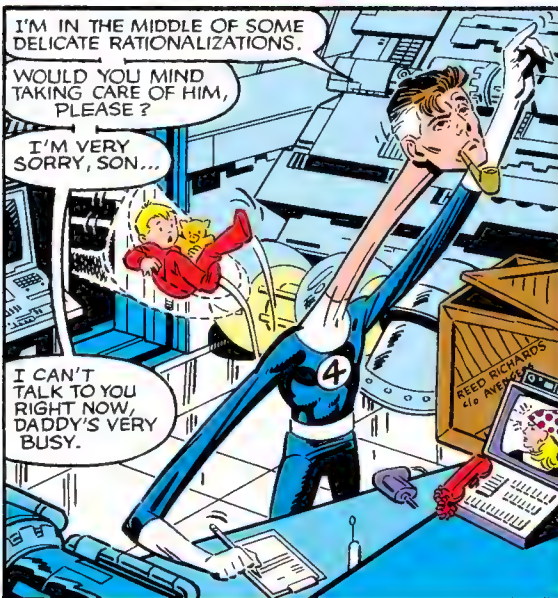
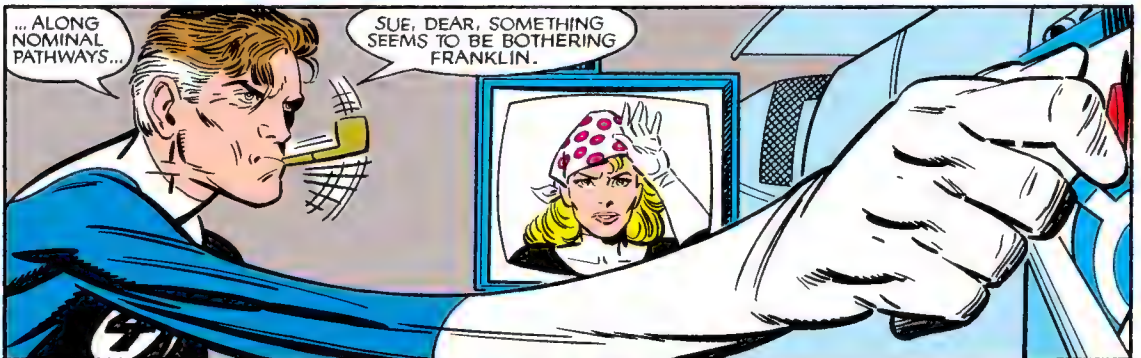
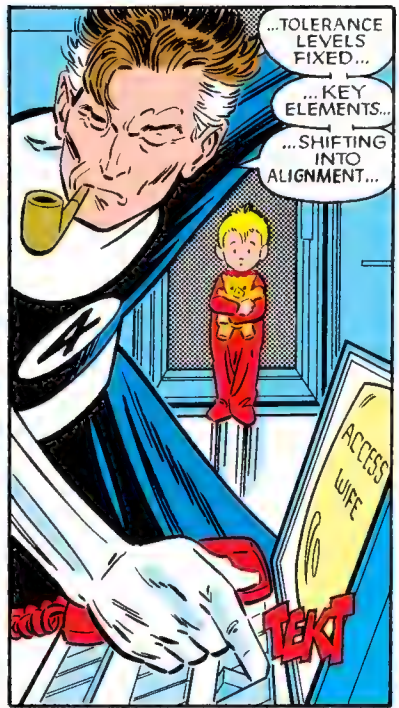
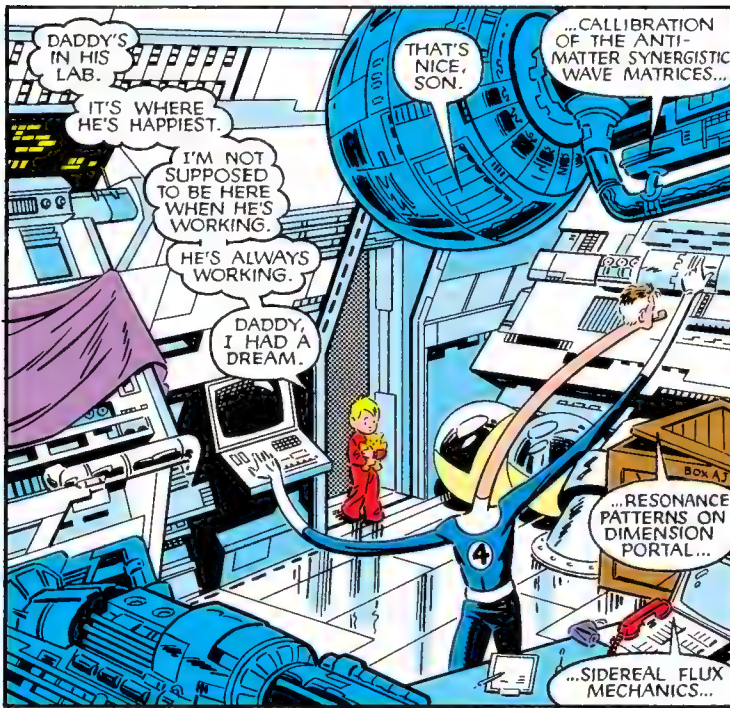
JIM
SHOOTER
EDITOR IN CHIEF

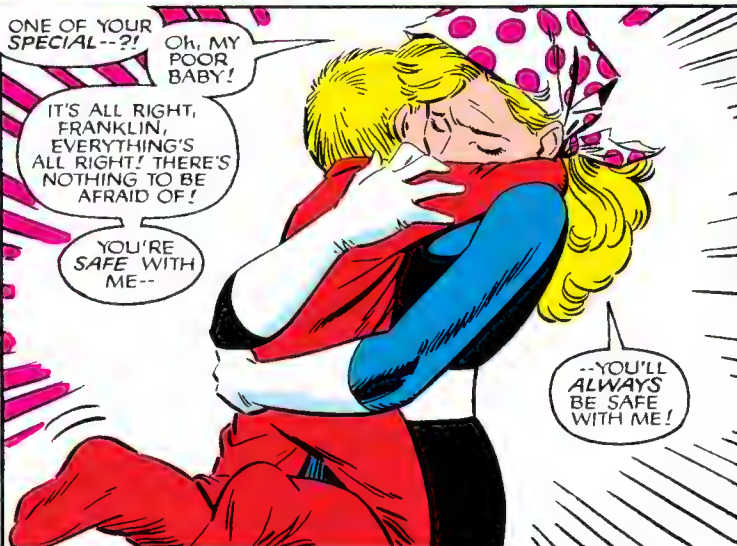
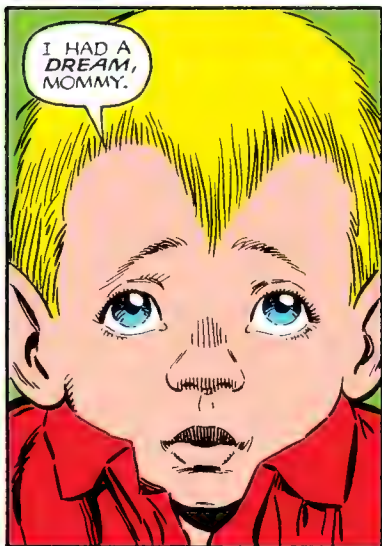
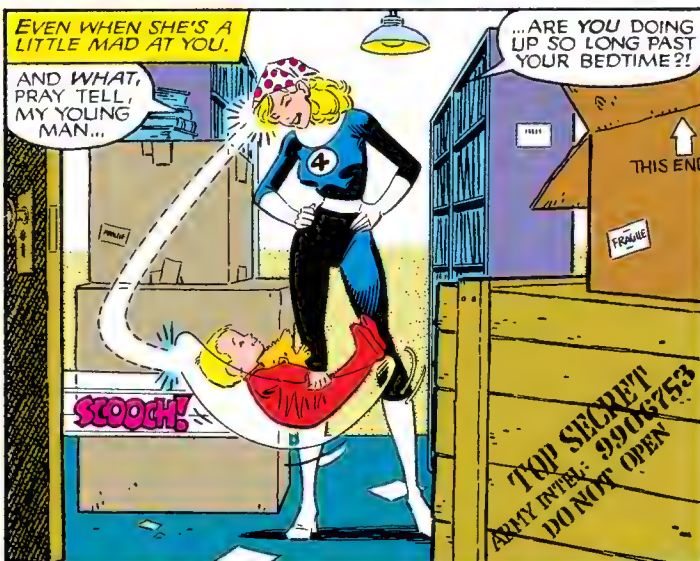
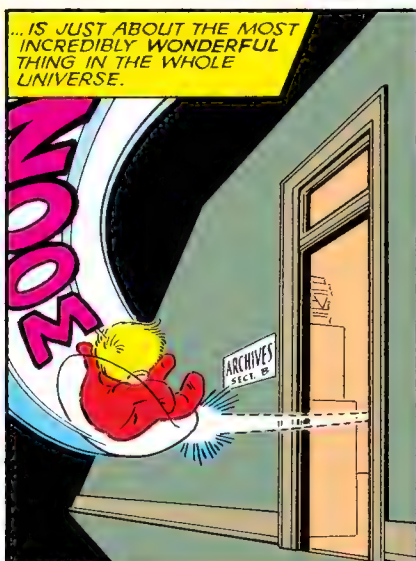
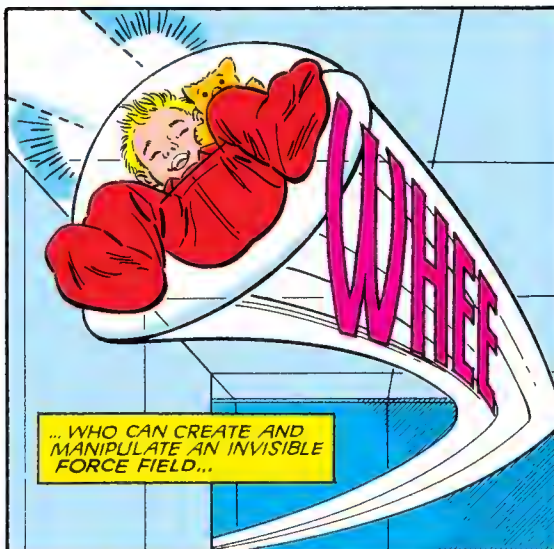


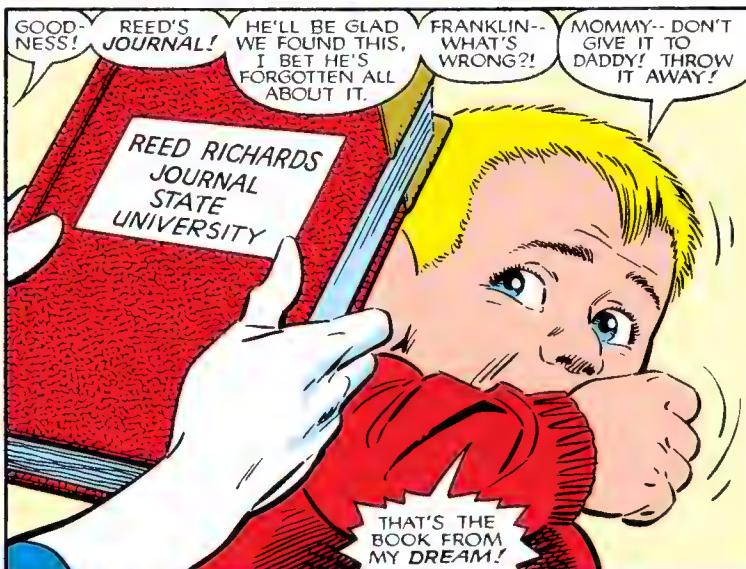
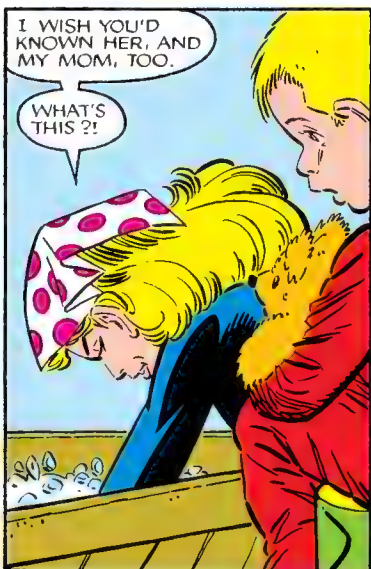
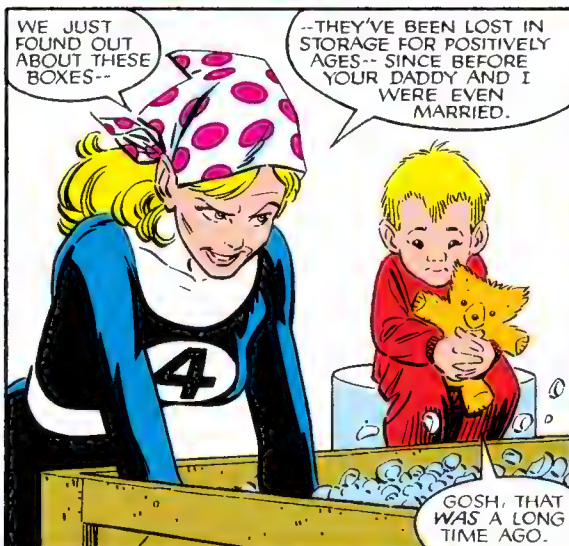
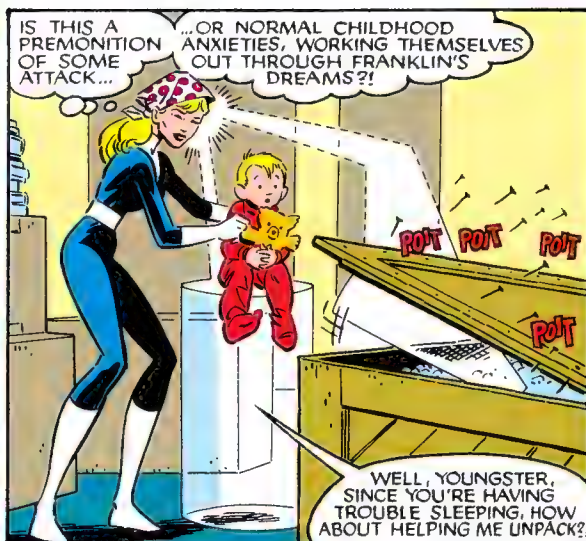
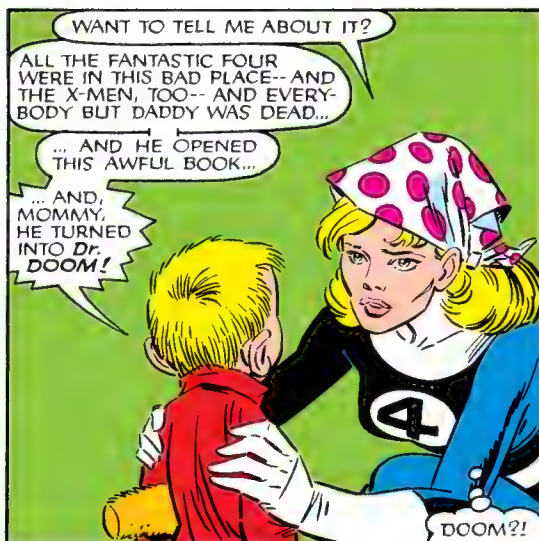












SUNRISE--

--OVER A STARKLY BEAUTIFUL WINDSWOPT CHUNK OF ROCK JUTTING OUT OF THE ATLANTIC JUST ABOVE CAPE WRATH, OFF THE NORTH COAST OF SCOTLAND.

MOIRA MacTAGGART CAME TO MUIR ISLE YEARS AGO, TO ESTABLISH HER SECRET MUTANT RESEARCH CENTER.

NOW THE X-MEN--THAT UNSUNG BAND OF OUTLAW MUTANT HEROES--HAVE FOLLOWED, SEEKING REFUGE.

'MORNING, ROGUE.

HAVOK.

NEED A HAND?

I'D LIKE TO HELP. THERE MUST BE SOMETHING I CAN DO.

MANAGIN' FINE BY MYSELF, THANKS.

NOT HERE. NOT WITH ME.

UNLESS YOU'RE A WHIZ AT RAMJET MECHANICS.

YOU KNOW I'M NOT.

THEN TAKE A HIKE, BOY, AH'M BUSY.

YOU'VE GOT NO BUSINESS TALKING TO ME LIKE THAT, LADY! I WAS AN X-MAN LONG BEFORE YOU CLOWNS CAME ALONG!

I'VE PAID MY DUES!

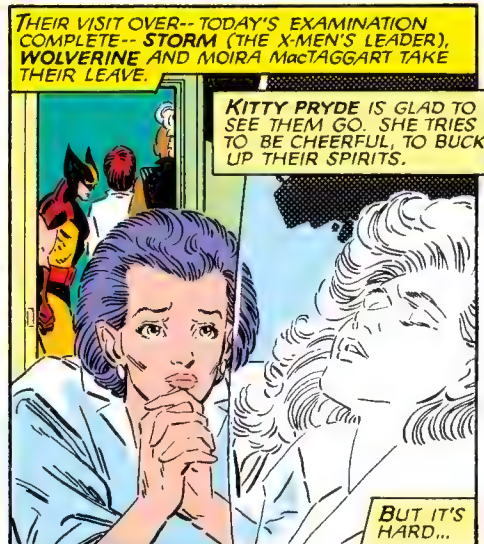
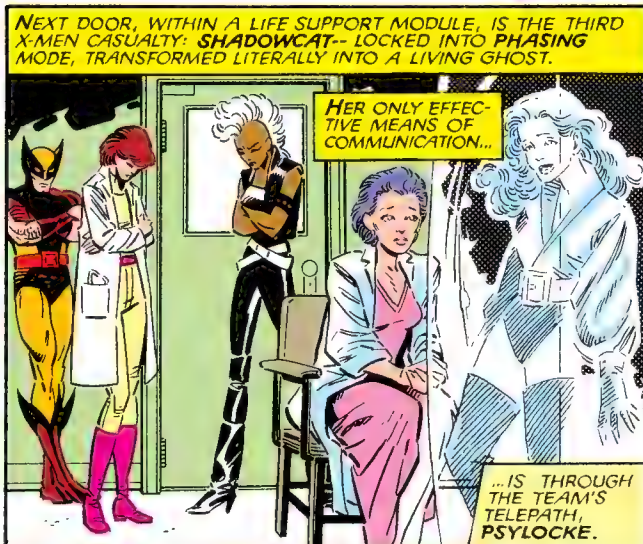
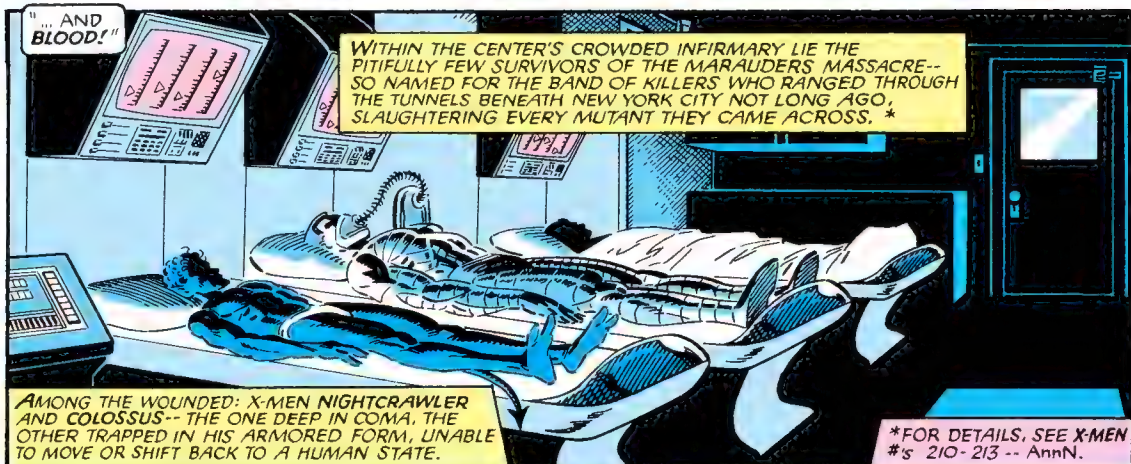
THAT WAS THEN, CHUM.

TIMES HAVE CHANGED.

YOU WANT A PLACE WITH US...

...YOU EARN IT--

--THE SAME WAY THE PEOPLE YOU'RE REPLACIN' DID-- WITH SWEAT...



MEANWHILE...

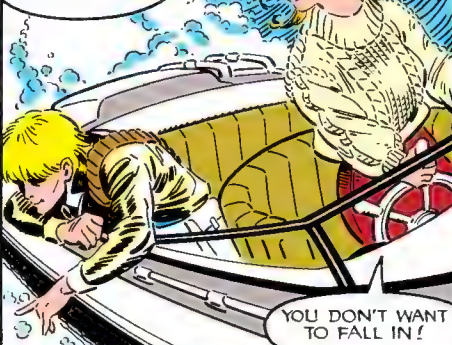
...SPEEDING UP THE MINCH FROM THE PORT OF ULLAPOOL WITH A WEEKS WORTH OF GROCERIES...

...ARE TWO MORE OF THE QUARTET WHO RECENTLY JOINED THE TEAM--

--ALISON BLAIRE (THE DAZZLER), AND AN ENIGMATIC, OTHER-DIMENSIONAL VISITOR KNOWN ONLY AS LONGSHOT.

...SEARCH CONTINUES FOR SURVIVORS OF THE TRAWLER MARY ROSE, REPORTED LOST IN YESTERDAY'S GALE...

BE CAREFUL, LONGSHOT! SEA'S STILL PRETTY ROUGH, AND PLENTY COLD!



YOU DON'T WANT TO FALL IN!

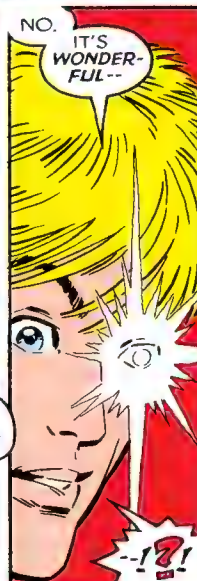
THE SURFACE IS NEVER STILL, ALISON. AND IT NEVER MOVES THE SAME WAY TWICE.

HAVEN'T YOU EVER SEEN...



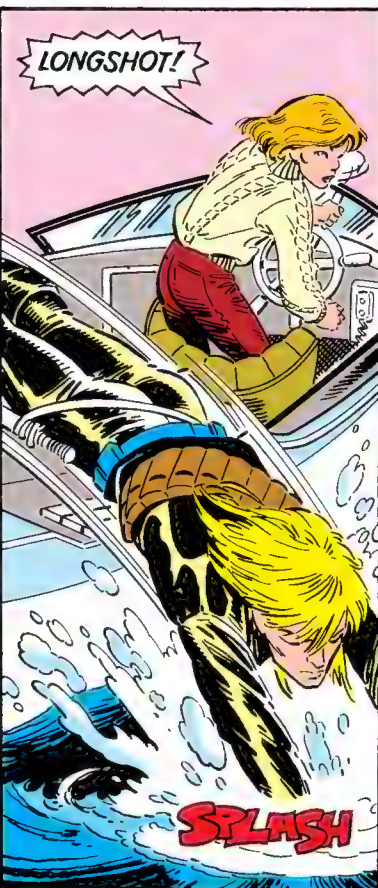
...THE OCEAN BEFORE?

NO. IT'S WONDERFUL--

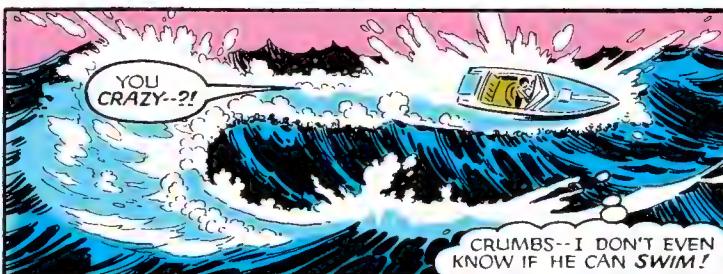


--!?!?

LONGSHOT!



YOU CRAZY--?!



CRUMBS--I DON'T EVEN KNOW IF HE CAN SWIM!

SUN'S NOT UP YET. WITH HIS DARK OUTFIT...

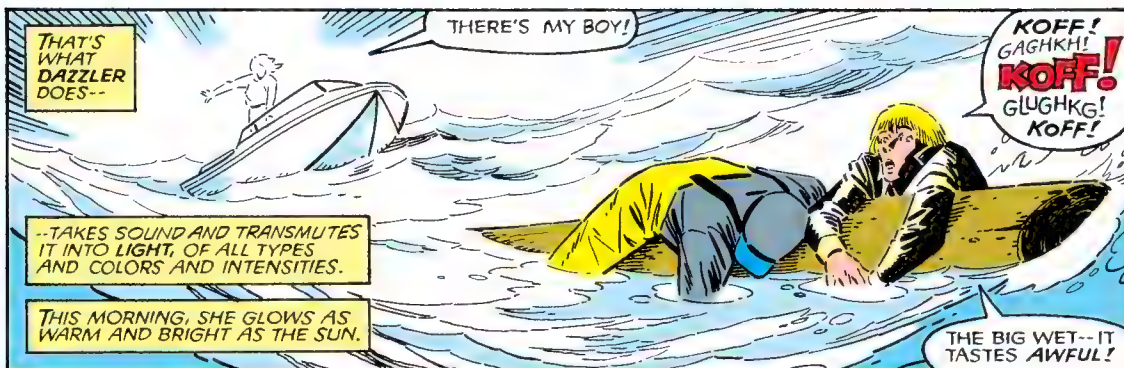


...ON A DARK SEA...

...I WON'T HAVE A PRAYER OF SPOTTING HIM...



...UNLESS I CUT LOOSE WITH A LITTLE LIGHT OF MY OWN!



THAT'S
WHAT
DAZZLER
DOES--

THERE'S MY BOY!

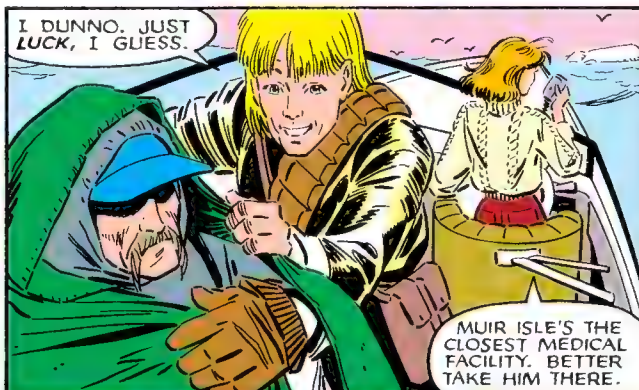
--TAKES SOUND AND TRANSMUTES
IT INTO LIGHT, OF ALL TYPES
AND COLORS AND INTENSITIES.

THIS MORNING, SHE GLOWS AS
WARM AND BRIGHT AS THE SUN.



THAT'S BECAUSE
THE OCEAN'S
SALT WATER,
SILLY. YOU'RE
NOT SUPPOSED
TO DRINK IT.

THIS MUST
BE ONE OF
THE MISSING
FISHERMEN--
HOW'D YOU
KNOW HE WAS
THERE?



I DUNNO. JUST
LUCK, I GUESS.

MUIR ISLE'S THE
CLOSEST MEDICAL
FACILITY. BETTER
TAKE HIM THERE.

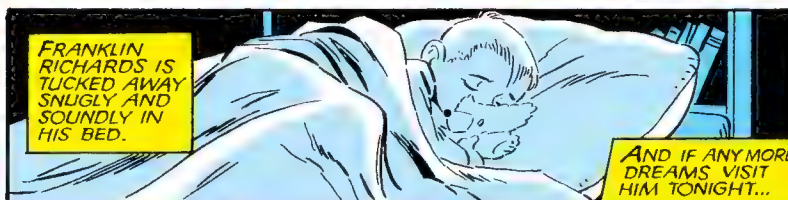


HEARING
THAT...

...THE FISHERMAN SMILES,
AS IF-- STRANGELY,
SINISTERLY-- THAT
IS PRECISELY WHAT
HE WANTS.

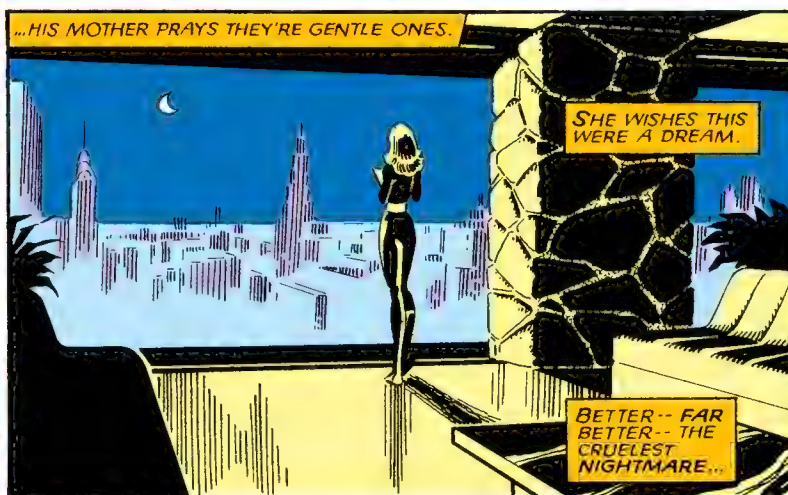


MEANWHILE...



FRANKLIN
RICHARDS IS
TUCKED AWAY
SNUGLY AND
SOUNDLY IN
HIS BED.

AND IF ANY MORE
DREAMS VISIT
HIM TONIGHT...



...HIS MOTHER PRAYS THEY'RE GENTLE ONES.

SHE WISHES THIS
WERE A DREAM.

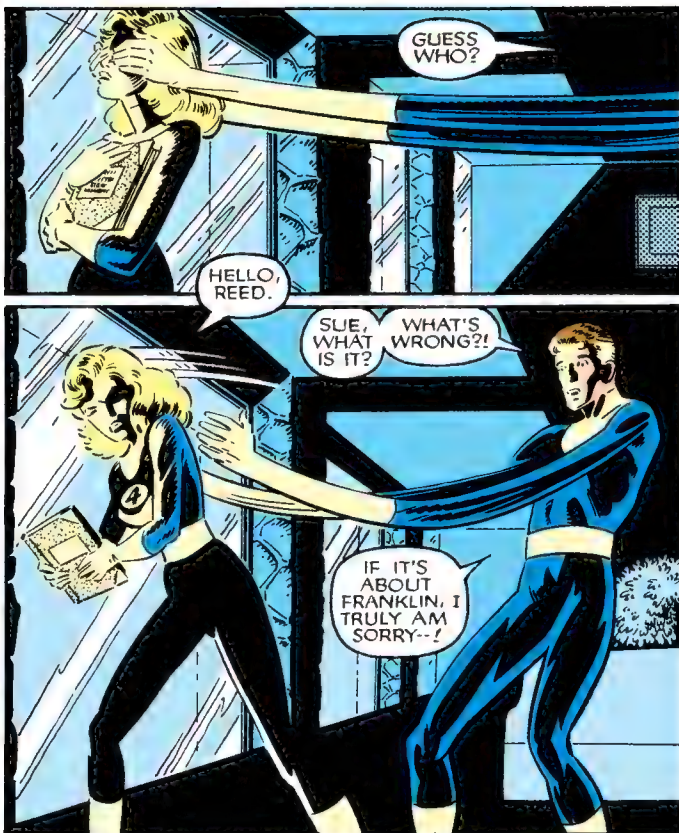
BETTER-- FAR
BETTER-- THE
CRUELEST
NIGHTMARE...

...AS THE DAWN RISES
OVER SCOTLAND, NIGHT
STILL CLOAKS THE MAN-
HATTAN HEADQUARTERS
OF THE WORLD'S GREAT-
EST SUPER HERO TEAM!



...THAN
THIS
AWFUL
REALITY...

...SHE CAN NO
LONGER DENY.



GUESS
WHO?

HELLO,
REED.

SUE,
WHAT
IS IT?

WHAT'S
WRONG?!

IF IT'S
ABOUT
FRANKLIN,
I TRULY AM
SORRY--!



RECOGNIZE
THIS?

WHY-- IT'S MY
JOURNAL!

WHERE'D
YOU FIND IT?
I THOUGHT
IT WAS
GONE FOR
GOOD!



I WISH IT HAD BEEN.

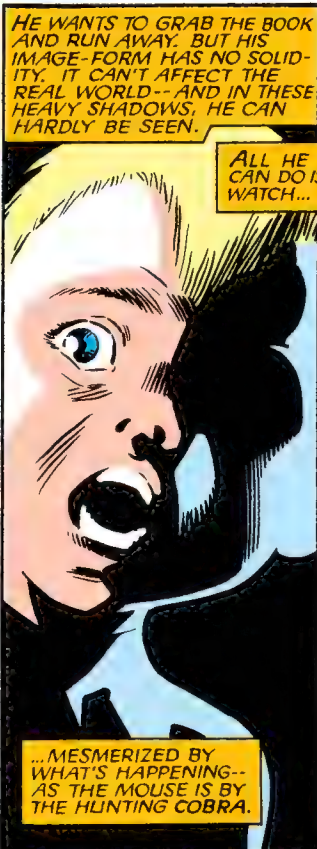
I'VE READ IT.

I SUGGEST YOU
DO, TOO--

--ESPECIALLY THE
PAGES RELATING
TO THE ROCKET
FLIGHT...

...THAT TRANS-
FORMED YOU, ME,
BEN AND JOHNNY
INTO THE FANTAS-
TIC FOUR.

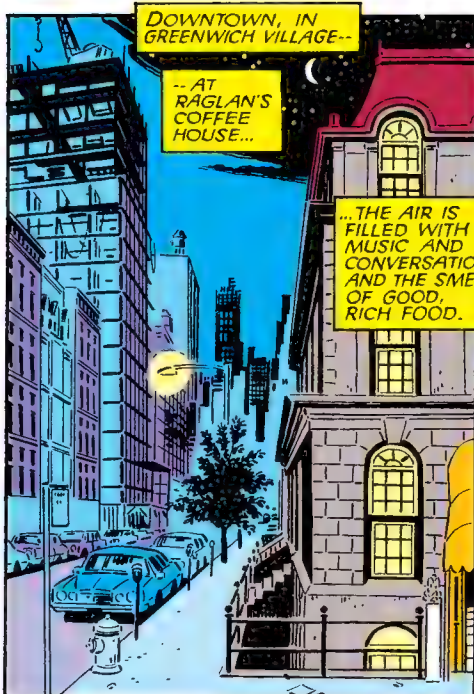
WHILE HE SLEEPS,
FRANKLIN PROJECTS
HIS ASTRAL FORM TO
THE LIVING ROOM.



HE WANTS TO GRAB THE BOOK
AND RUN AWAY. BUT HIS
IMAGE-FORM HAS NO SOLID-
ITY. IT CAN'T AFFECT THE
REAL WORLD-- AND IN THESE
HEAVY SHADOWS, HE CAN
HARDLY BE SEEN.

ALL HE
CAN DO IS
WATCH...

...MESMERIZED BY
WHAT'S HAPPENING--
AS THE MOUSE IS BY
THE HUNTING COBRA.



DOWNTOWN, IN GREENWICH VILLAGE--

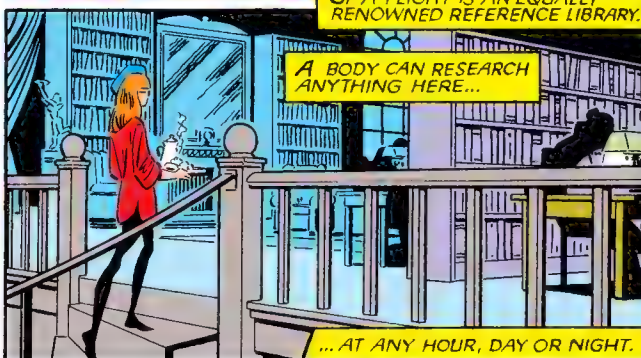
-- AT RAGLAN'S COFFEE HOUSE...

...THE AIR IS FILLED WITH MUSIC AND CONVERSATION AND THE SMELL OF GOOD, RICH FOOD.



DOWNSTAIRS IS A BISTRO, AND SOME OF THE BEST JAZZ IN THE CITY.

UP A FLIGHT IS AN EQUALLY RENOWNED REFERENCE LIBRARY.



A BODY CAN RESEARCH ANYTHING HERE...

... AT ANY HOUR, DAY OR NIGHT.



HERE'S YOUR COFFEE, MS. WALTERS. JAMAICA BLUE MOUNTAIN, FRESHLY GROUND.

PLUS A SNACK. LIFE-SAVER, JULIE?

WORKING ON A CASE?

NOPE. I'M DONE WITH THE LEGAL RACKET.



AS A WEIRD SORT OF FUND-RAISER AT MY OLD SCHOOL, THEY'RE RE-STAGING THE TRIAL OF MAGNETO BEFORE THE WORLD COURT.

I GOT CONNED INTO BEING DEFENSE COUNSEL.

LOOKED OPEN AND SHUT AT FIRST. BUT THE MORE I GET INTO IT, THE MORE COMPLEX IT BECOMES...

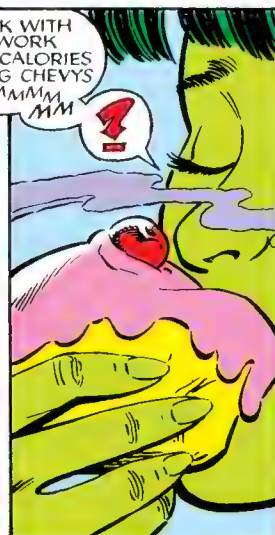


HOW 'BOUT SOME CAKE? JUST OUT OF THE OVEN.

I SHOULDN'T.

MY FIGURE--!

THE HECK WITH IT. I'LL WORK OFF THE CALORIES JUGGLING CHEVYS OR SOMMMM



MM



Sniff!



EXCUSE ME, FELLA, WOULD YOU MIND NOT FOULING OTHER PEOPLE'S AIR WITH THAT STOGIE-- OH!

YEAH, I DO MIND! THIS IS STILL A FREE COUNTRY, AIN'T-- OH!



DIDJA MEAN THAT GUFF ABOUT MAGNETO?

I'D QUIT BEFORE DEFENDIN' THAT CREEP.

EVERYONE DESERVES A FAIR TRIAL, BEN.

DID HIS VICTIMS GET ONE?



MAYBE THINGS AREN'T AS SIMPLE--

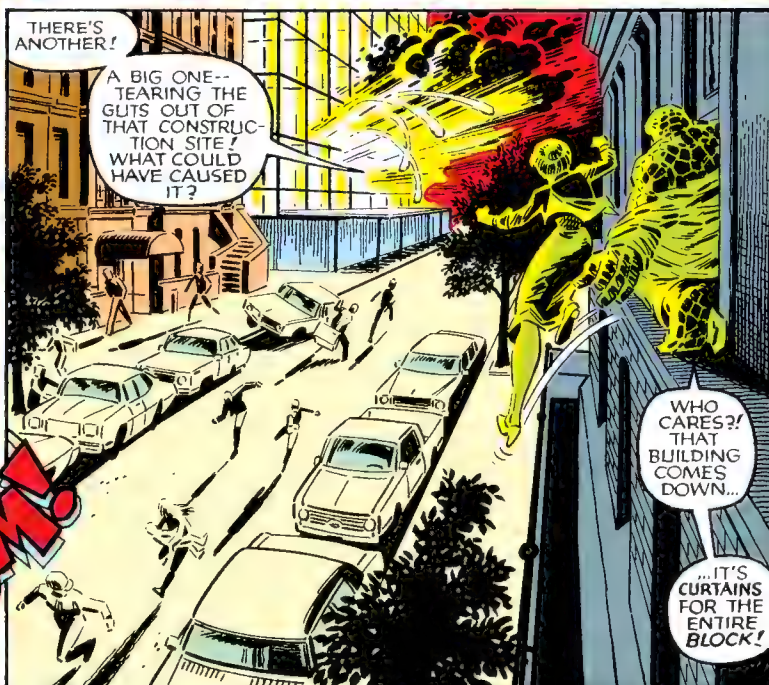
--AND CUT-AND-DRIED-- AS THAT?!

YOU'RE TALKIN' LIKE YOU COULD GET HIM OFF!



ONCE A CROOK, ALWAYS--
--huh???

AN EXPLOSION!

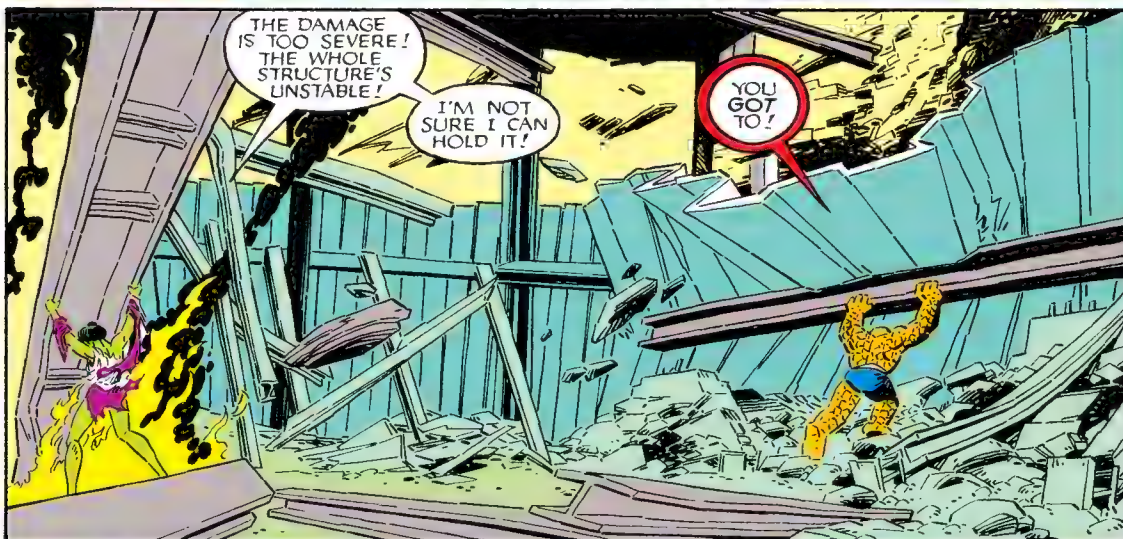
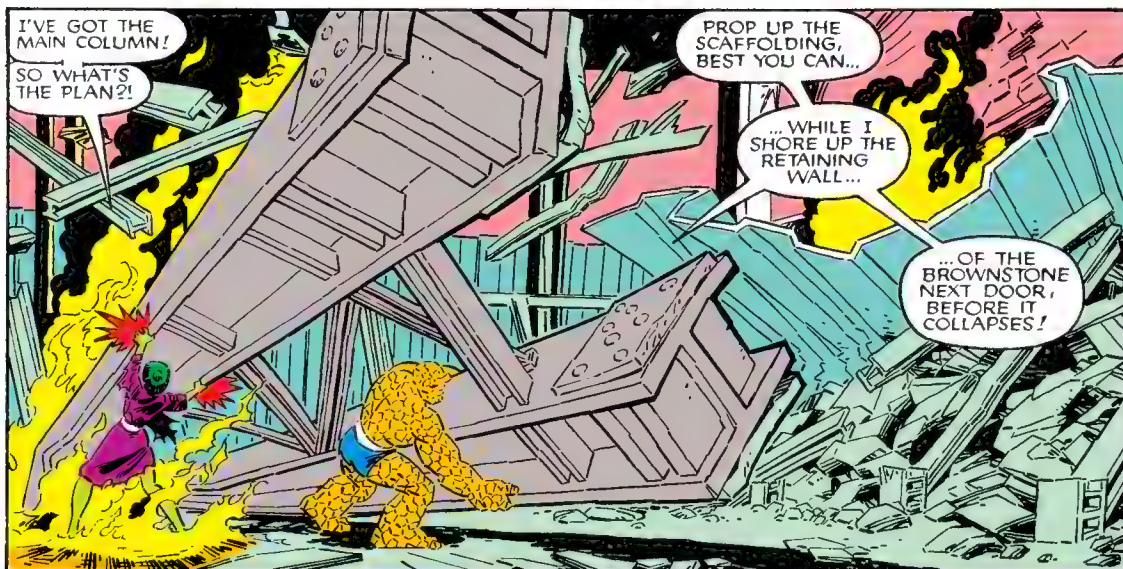


THERE'S ANOTHER!

A BIG ONE-- TEARING THE GUTS OUT OF THAT CONSTRUCTION SITE! WHAT COULD HAVE CAUSED IT?

WHO CARES?! THAT BUILDING COMES DOWN...

...IT'S CURTAINS FOR THE ENTIRE BLOCK!





Whua--?!?

MY GIRDER'S--
GLOW-
ING!

MINE,
TOO--
WHAT
GIVES?!

HEY, SHE-HULK--
LOOKITUP THERE!

IZZAT
WHO I
THINK
IT IS?!



MOST
PERCEPTIVE,
THING.

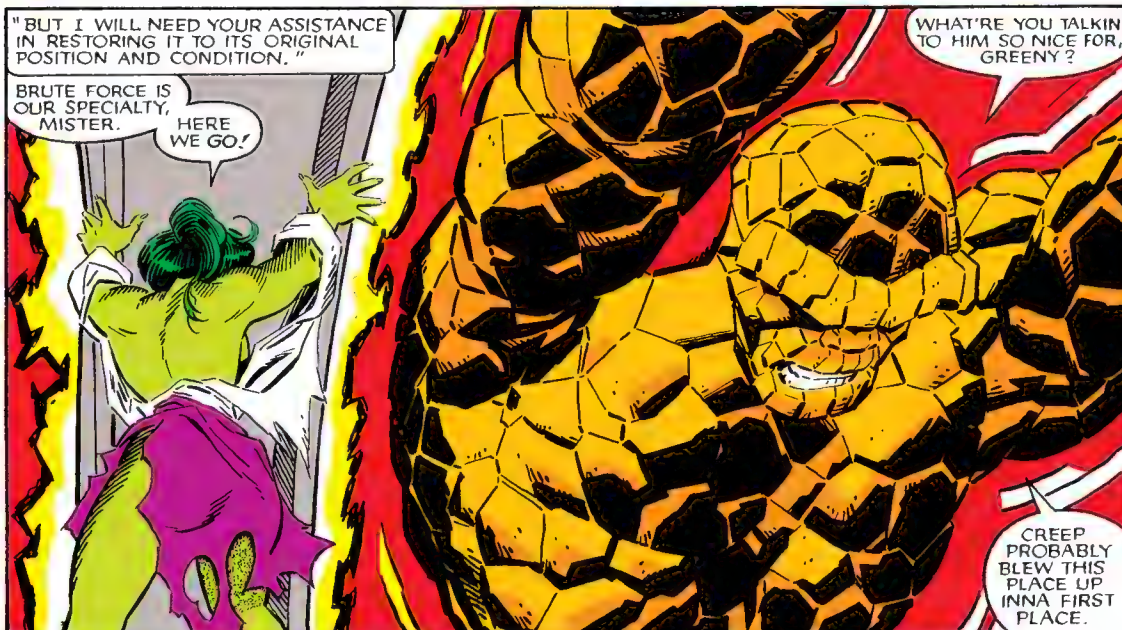
I AM INDEED,
MAGNETO.

I WAS IN THE
VICINITY, AND
SAW YOUR
PREDICAMENT.



...I CAN LOCK
THE STEEL
FRAMEWORK
IN PLACE...

... PREVENTING STRUCTURAL STRESS FROM
TEARING THE BUILDING ANY FURTHER APART.



"BUT I WILL NEED YOUR ASSISTANCE
IN RESTORING IT TO ITS ORIGINAL
POSITION AND CONDITION."

BRUTE FORCE IS
OUR SPECIALTY,
MISTER.

HERE
WE GO!

WHAT'RE YOU TALKIN'
TO HIM SO NICE FOR,
GREENY?

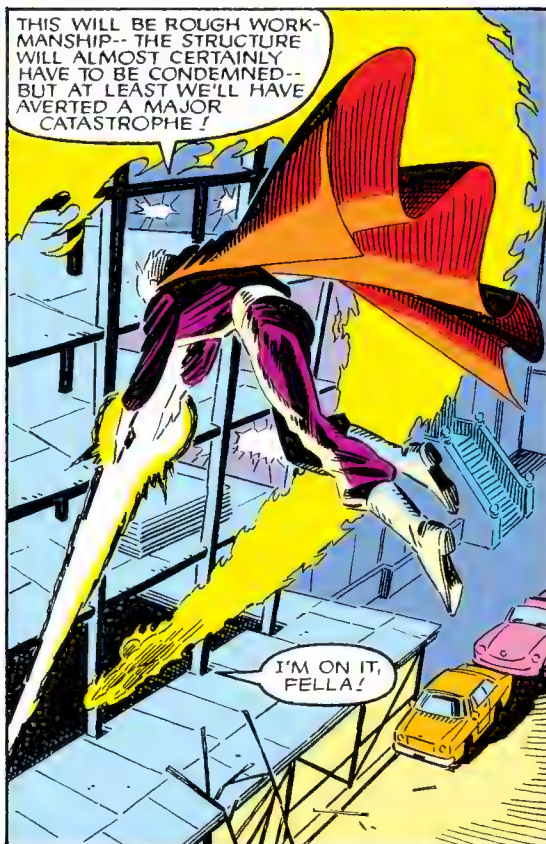
CREEP
PROBABLY
BLEW THIS
PLACE UP
INNA FIRST
PLACE.



THE HUMAN TORCH--
EXCELLENT!

QUICKLY,
LAD--

--USE YOUR
FLAME TO
WELD THE
MAIN
GIRDERS
AND BRACES
BACK INTO
PLACE!



THIS WILL BE ROUGH WORK-
MANSHIP-- THE STRUCTURE
WILL ALMOST CERTAINLY
HAVE TO BE CONDEMNED--
BUT AT LEAST WE'LL HAVE
AVERTED A MAJOR
CATASTROPHE!

I'M ON IT,
FELLA!



WHOA!
WAIT A
MINUTE!!
WHAT AM I
DOING??!

THAT WAS
MAGNETO!

SINCE
WHEN DO
I TAKE
ORDERS
FROM
HIM??!



THIS ONCE, IT DON'T
MATTER, MATCHHEAD!

THE BUM'S
TALKIN'
SENSE!

SO HURRY
UP AN' DO AS
YOU'RE TOLD!
I AIN'T INNA
MOOD TA STAND
AROUND THIS
DUMP TILL THE
COWS COME
HOME!

WITH JOHNNY
STORM'S AID--
THE FOUR
OF THEM
WORKING
TOGETHER--

--THE CRISIS
IS SOON PAST.

LATER--AT FANTASTIC FOUR HEADQUARTERS AT FOUR FREEDOM'S PLAZA--AFTER MAGNETO'S REPEATED EXPLANATIONS FOR HIS PRESENCE...

WHY SHOULD WE TRUST YOU?

NO REASON.

SAVE, PERHAPS, THAT I ASK FOR IT.

THAT'S ASKING A LOT.

WOULD YOU BE FORTHCOMING, MAGNETO...

... IF POSITIONS WERE REVERSED?

CATCH- 22, SHE- HULK.

HOW CAN I PROVE THAT I AM TRUST-WORTHY...

...UNLESS YOU TRUST ME?

BUT I DO NOT ASK FOR MYSELF.

WHATEVER YOUR FEELINGS TOWARDS ME, SHADOWCAT-- AND THE X-MEN-- HAVE NEVER DONE YOU ANY HARM.

YOUR DEVICE, RICHARDS, IS HER ONLY HOPE.

THIS IS A BAD TIME.

TOMORROW WILL BE TOO LATE.

THERE ARE NO GUARANTEES, EVEN IF I AGREE. THE DEVICE IS EXPERIMENTAL, UNTESTED.

TOO MUCH CAN GO WRONG.

GIVE IT A SHOT, REED. WHAT COULD GO WRONG?

BETTER THE DIMMEST OF CHANCES THAN NONE AT ALL.

RICHARDS, I BEG YOU!

SAVE HER!

SUE... ...I DON'T WANT TO GO...

...BUT THERE'S A LIFE AT STAKE!

THERE'S ALWAYS A LIFE AT STAKE.

DO WHAT YOU HAVE TO, REED. I'LL BE HERE WHEN YOU COME HOME.

I WONDER, ARE YOU SECRETLY THANKFUL FOR THIS EMERGENCY? IT'S SO MUCH EASIER TO DEAL WITH SUPER HEROIC CRISES THAN THE NUTS-AND-BOLTS OF REAL LIFE.

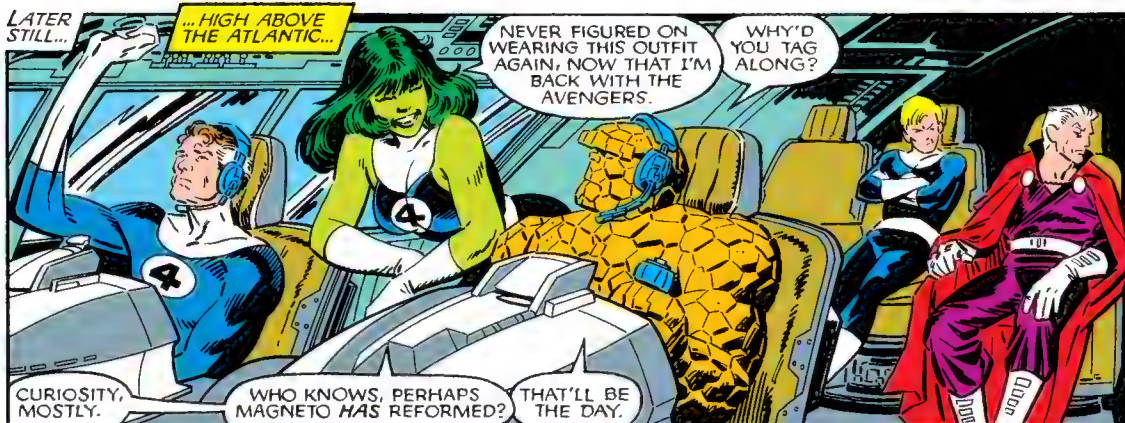
SAVING UNIVERSES HAS BECOME THE SECOND NATURE.

BUT HAVE WE FORGOTTEN, ALONG THE WAY, THAT THE MOST AWESOMELY HEROIC TEST OF ALL...

... IS TO BE A GOOD MAN OR WOMAN? PARENTS? A FAMILY?

LATER STILL...

...HIGH ABOVE THE ATLANTIC...



NEVER FIGURED ON WEARING THIS OUTFIT AGAIN, NOW THAT I'M BACK WITH THE AVENGERS.

WHY'D YOU TAG ALONG?

CURIOSITY, MOSTLY.

WHO KNOWS, PERHAPS MAGNETO HAS REFORMED?

THAT'LL BE THE DAY.



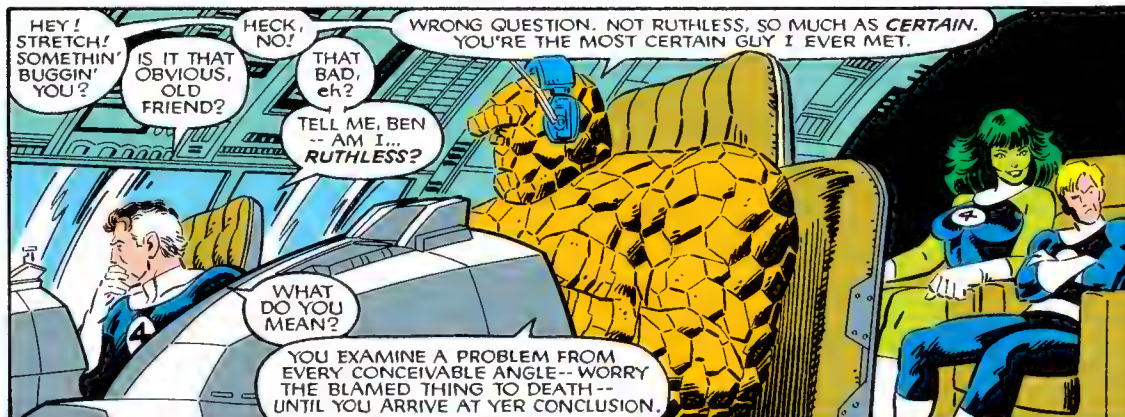
IF NOT-- IF THIS IS A TRAP--

--AN EXTRA SET OF MUSCLES COULDN'T HURT.

BEN, IS REED OKAY?

HE HASN'T SPOKEN A WORD SINCE WE TOOK OFF.

COUNT YERSELF LUCKY. USUALLY, THE PROBLEM IS SHUTTING HIM UP!



HEY! STRETCH! SOMETHIN' BUGGIN' YOU?

HECK, NO!

IS IT THAT OBVIOUS, OLD FRIEND?

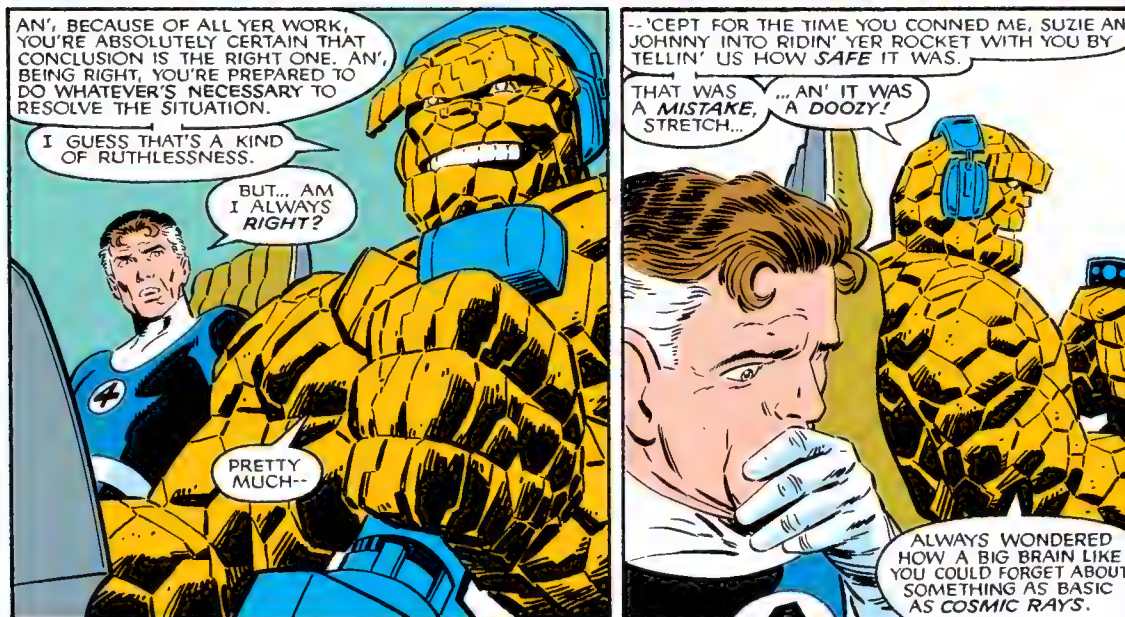
THAT BAD, eh?

TELL ME, BEN -- AM I... RUTHLESS?

WRONG QUESTION. NOT RUTHLESS, SO MUCH AS CERTAIN. YOU'RE THE MOST CERTAIN GUY I EVER MET.

WHAT DO YOU MEAN?

YOU EXAMINE A PROBLEM FROM EVERY CONCEIVABLE ANGLE-- WORRY THE BLAMED THING TO DEATH-- UNTIL YOU ARRIVE AT YER CONCLUSION.



AN', BECAUSE OF ALL YER WORK, YOU'RE ABSOLUTELY CERTAIN THAT CONCLUSION IS THE RIGHT ONE. AN', BEING RIGHT, YOU'RE PREPARED TO DO WHATEVER'S NECESSARY TO RESOLVE THE SITUATION.

I GUESS THAT'S A KIND OF RUTHLESSNESS.

BUT... AM I ALWAYS RIGHT?

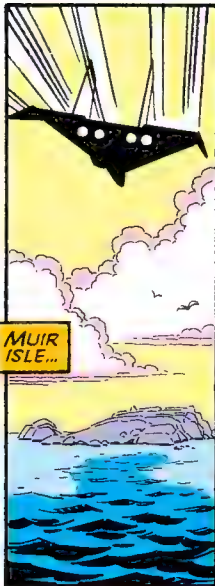
PRETTY MUCH--

-- 'CEPT FOR THE TIME YOU CONNED ME, SUZIE AN' JOHNNY INTO RIDIN' YER ROCKET WITH YOU BY TELLIN' US HOW SAFE IT WAS.

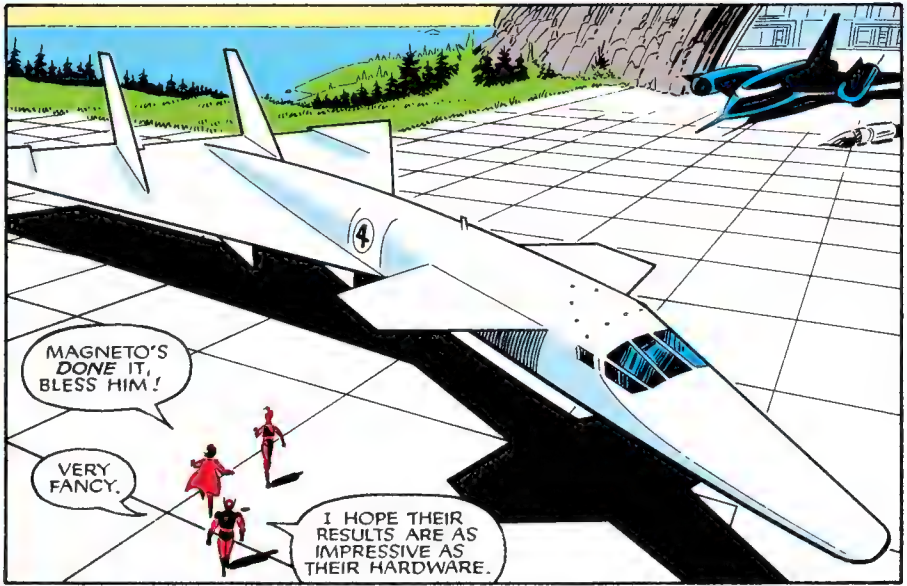
THAT WAS A MISTAKE, STRETCH...

...AN' IT WAS A DOOZY!

ALWAYS WONDERED HOW A BIG BRAIN LIKE YOU COULD FORGET ABOUT SOMETHING AS BASIC AS COSMIC RAYS.



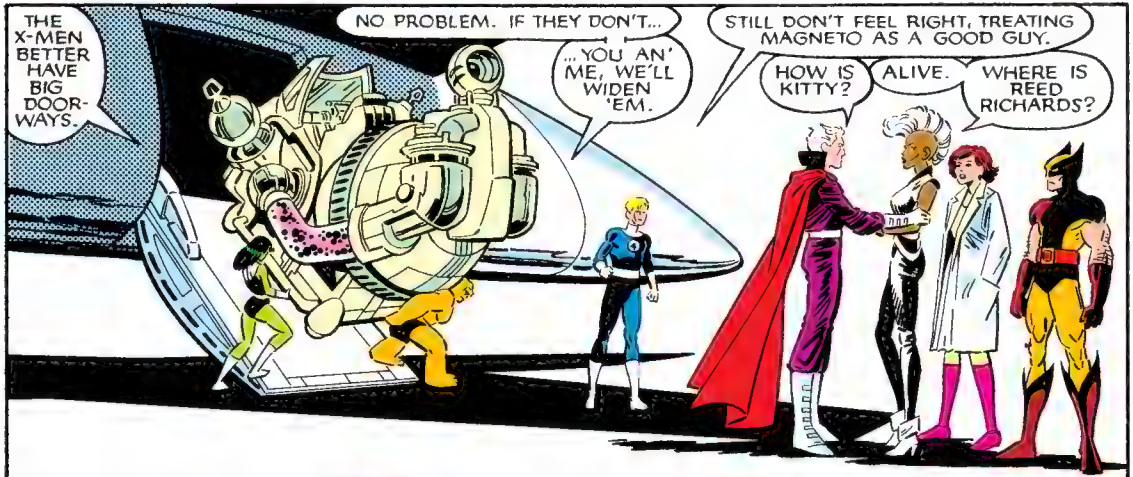
MUIR ISLE...



MAGNETO'S DONE IT, BLESS HIM!

VERY FANCY.

I HOPE THEIR RESULTS ARE AS IMPRESSIVE AS THEIR HARDWARE.



THE X-MEN BETTER HAVE BIG DOORWAYS.

NO PROBLEM. IF THEY DON'T...

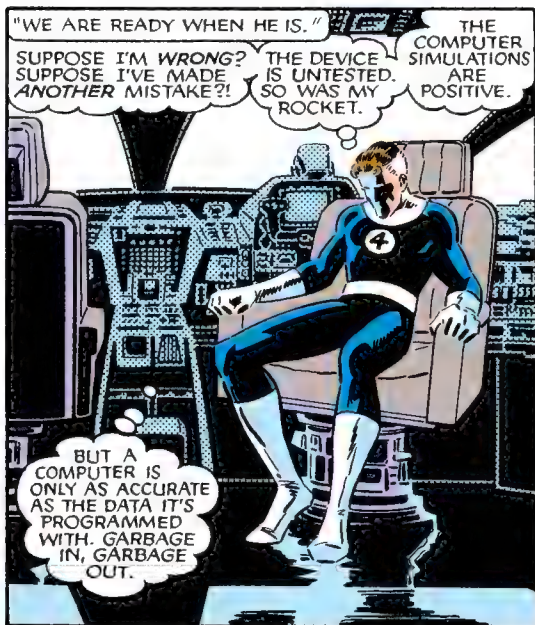
... YOU AN' ME, WE'LL WIDEN 'EM.

STILL DON'T FEEL RIGHT, TREATING MAGNETO AS A GOOD GUY.

HOW IS KITTY?

ALIVE.

WHERE IS REED RICHARDS?

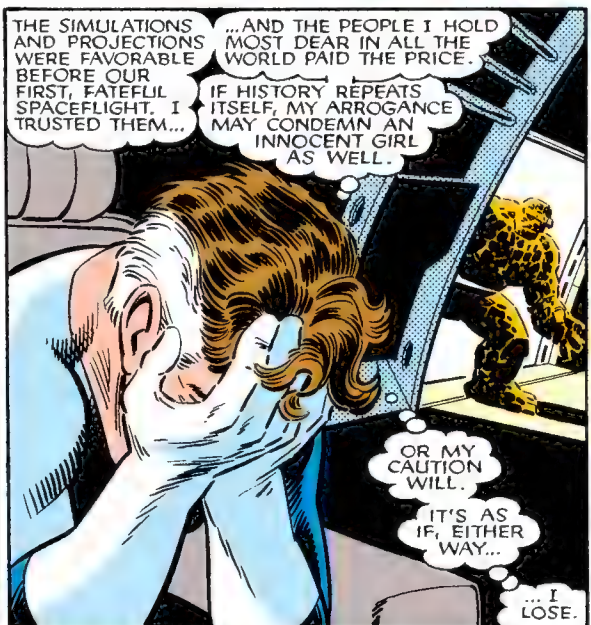


"WE ARE READY WHEN HE IS." SUPPOSE I'M WRONG? SUPPOSE I'VE MADE ANOTHER MISTAKE?!

THE DEVICE IS UNTESTED. SO WAS MY ROCKET.

THE COMPUTER SIMULATIONS ARE POSITIVE.

BUT A COMPUTER IS ONLY AS ACCURATE AS THE DATA IT'S PROGRAMMED WITH. GARBAGE IN, GARBAGE OUT.



THE SIMULATIONS AND PROJECTIONS WERE FAVORABLE BEFORE OUR FIRST, FATEFUL SPACEFLIGHT. I TRUSTED THEM...

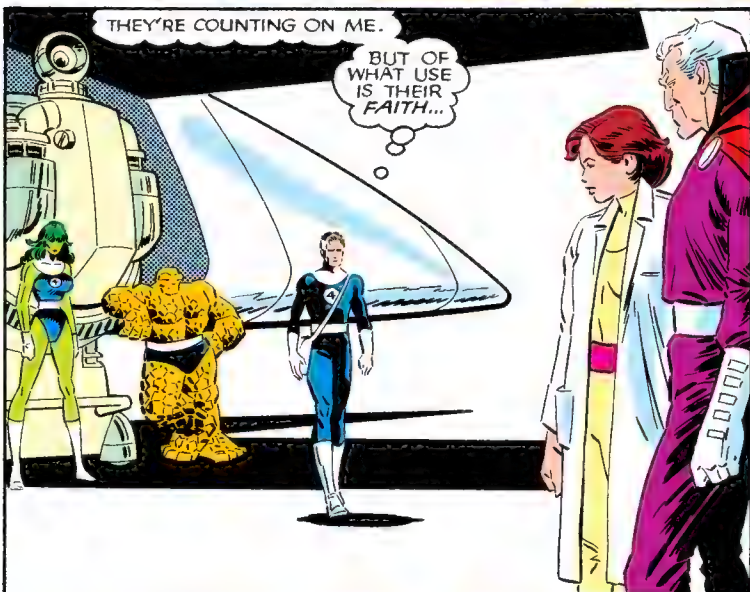
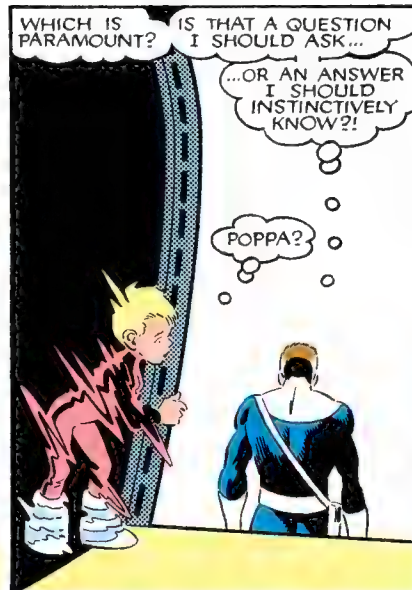
...AND THE PEOPLE I HOLD MOST DEAR IN ALL THE WORLD PAID THE PRICE.

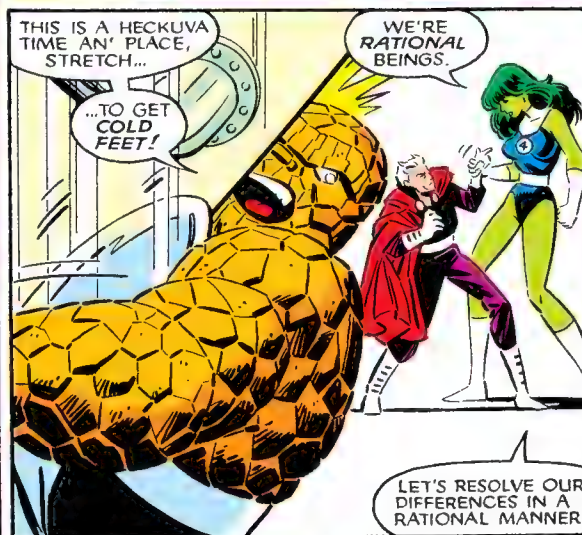
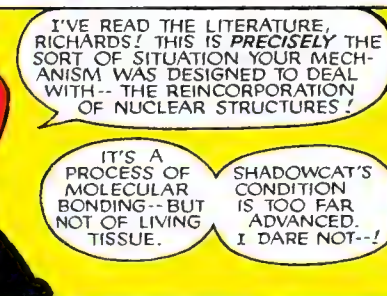
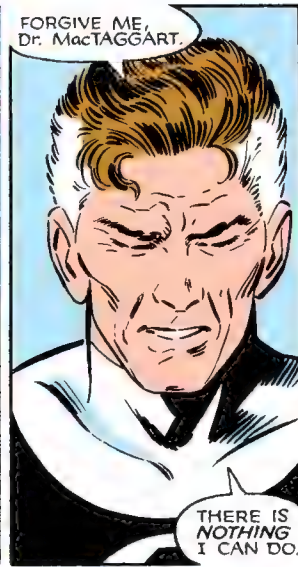
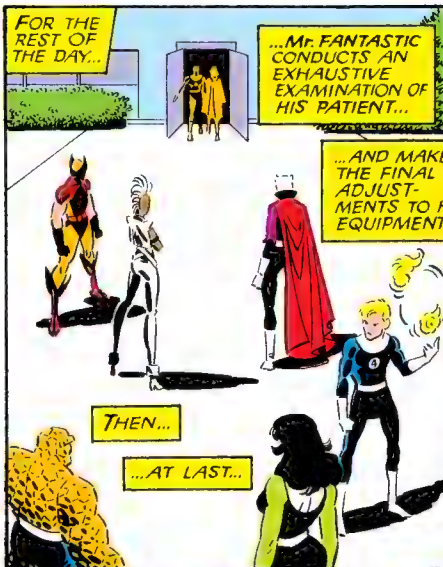
IF HISTORY REPEATS ITSELF, MY ARROGANCE MAY CONDEMN AN INNOCENT GIRL AS WELL.

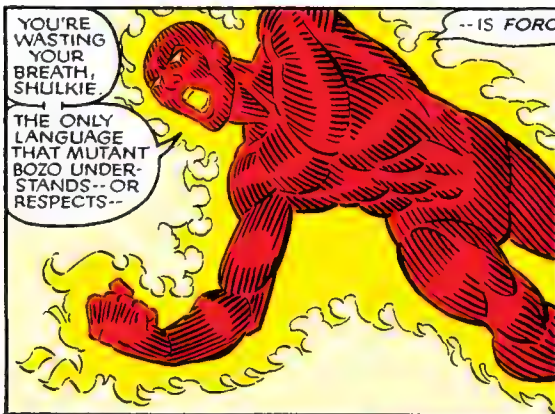
OR MY CAUTION WILL.

IT'S AS IF, EITHER WAY...

... I LOSE.



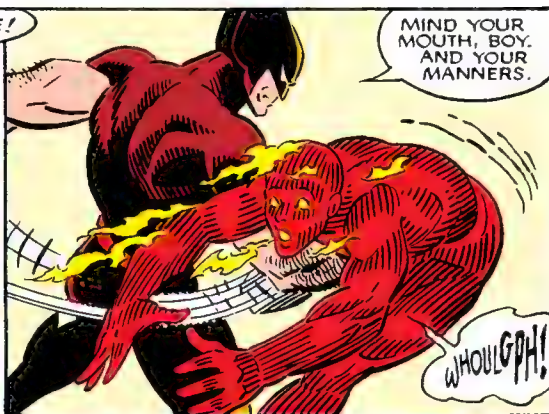




YOU'RE WASTING YOUR BREATH, SHULKIE

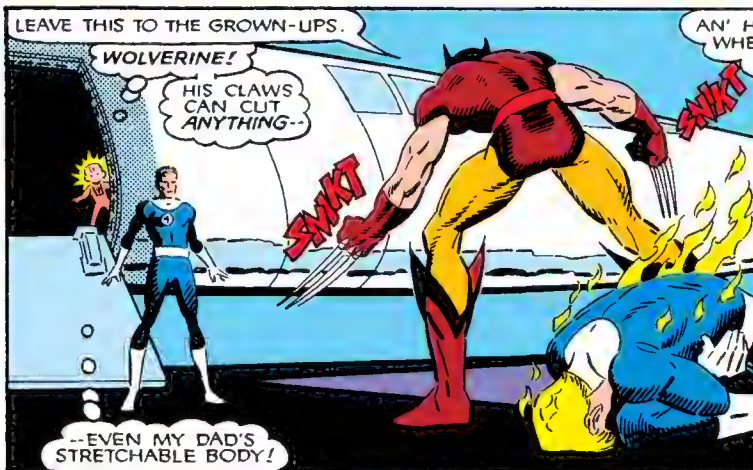
THE ONLY LANGUAGE THAT MUTANT BOZO UNDERSTANDS-- OR RESPECTS--

--IS FORCE!



MIND YOUR MOUTH, BOY. AND YOUR MANNERS.

WHOOPH!



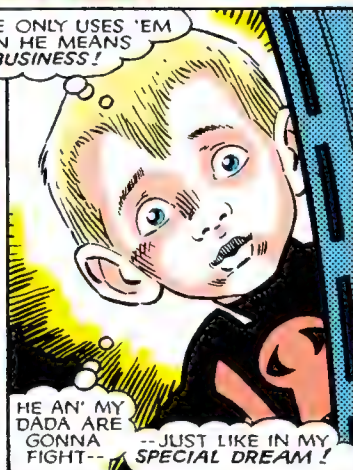
LEAVE THIS TO THE GROWN-UPS.

WOLVERINE!

HIS CLAWS CAN CUT ANYTHING--

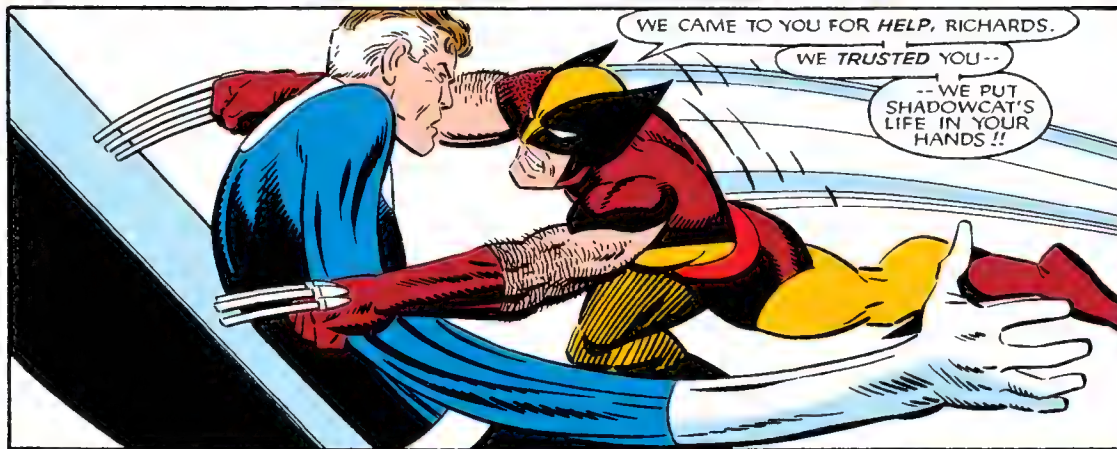
--EVEN MY DAD'S STRETCHABLE BODY!

AN' HE ONLY USES 'EM WHEN HE MEANS BUSINESS!



HE AN' MY DADA ARE GONNA FIGHT--

--JUST LIKE IN MY SPECIAL DREAM!



WE CAME TO YOU FOR HELP, RICHARDS.

WE TRUSTED YOU--

--WE PUT SHADOWCAT'S LIFE IN YOUR HANDS!!



SO YOU SAVE HER, BUB--

--OR YOU DIE!

NEXT ISSUE:
TRUTHS
AND
CONSEQUENCES

MARVEL
25TH
ANNIVERSARY



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#2 IN A FOUR-ISSUE LIMITED SERIES

FANTASTIC FOUR

VERSUS THE

X-MEN

YOUR MOTHER'S BEEN AVENGED, OKAY, KID?

BOGDANOV & BUSCH

HIS NAME IS
WOLVERINE...

...AND HE IS NOT SOMEONE
TO HAVE AS YOUR ENEMY--

--AS REED
RICHARDS, LEADER
OF THE FANTASTIC
FOUR, IS NOW
DISCOVERING.

YOU CAME
HERE TO SAVE
SHADOWCAT,
RICHARDS!

NOW,
DO IT--

--OR I'LL
SEND YOU
HOME IN
A BOX!

TRUTHS & CONSEQUENCES

CHRIS
CLAREMONT
WRITER

JON
BOGDANOVE
PENCILER

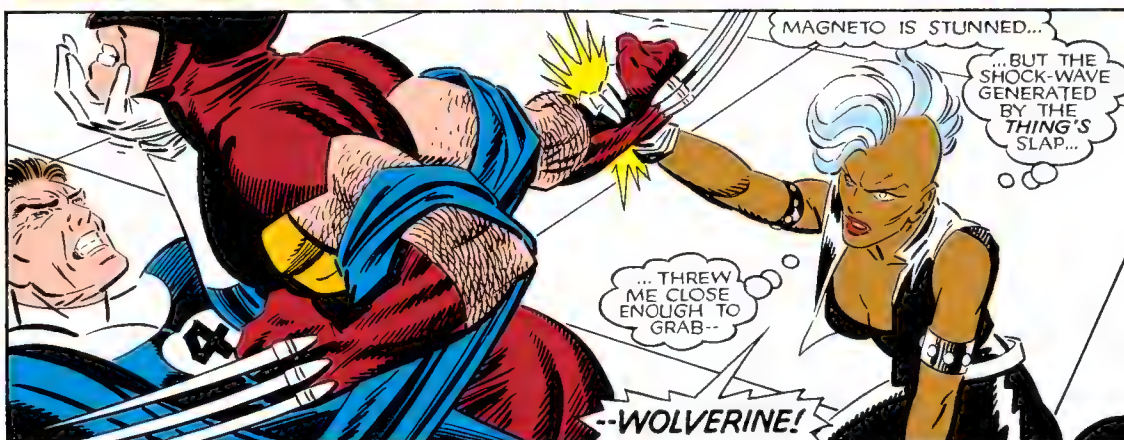
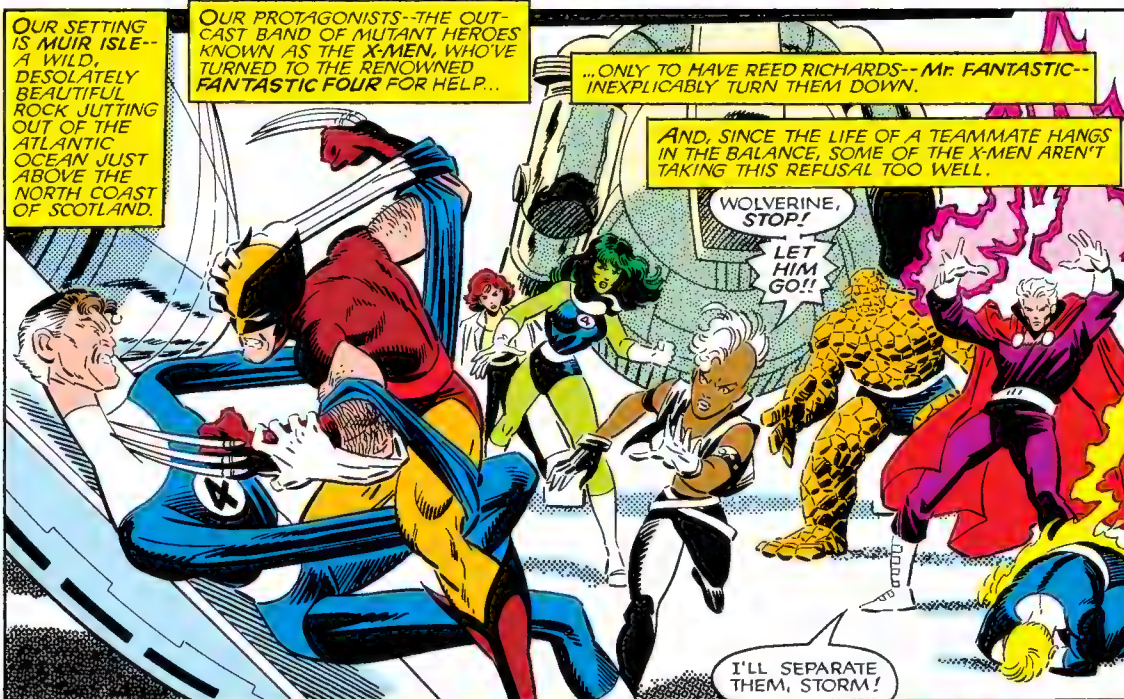
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GLYNIS
OLIVER
COLORIST

TOM
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ANN NOCENTI
& DON DALEY
EDITORS

JIM
SHOOTER
EDITOR IN CHIEF



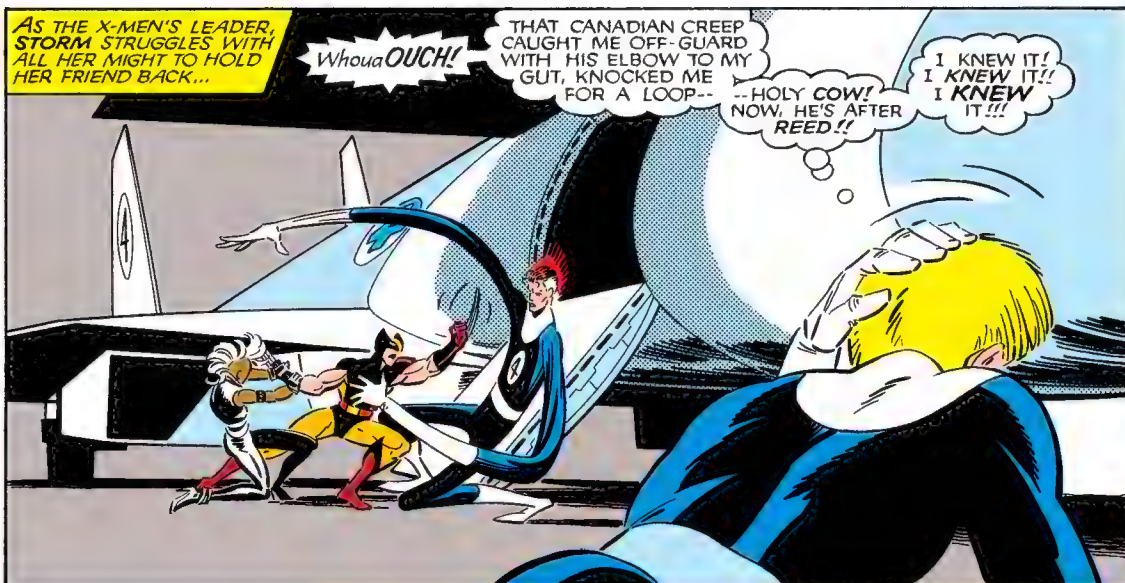
AS THE X-MEN'S LEADER, STORM STRUGGLES WITH ALL HER MIGHT TO HOLD HER FRIEND BACK...

Whoa OUCH!

THAT CANADIAN CREEP CAUGHT ME OFF-GUARD WITH HIS ELBOW TO MY GUT, KNOCKED ME FOR A LOOP--

--HOLY COW! NOW, HE'S AFTER REED!!

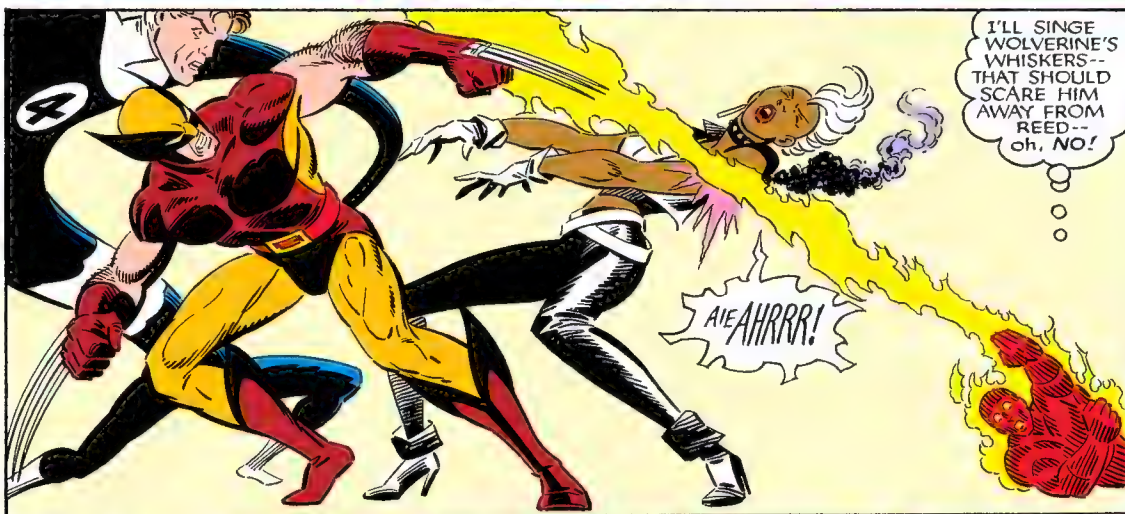
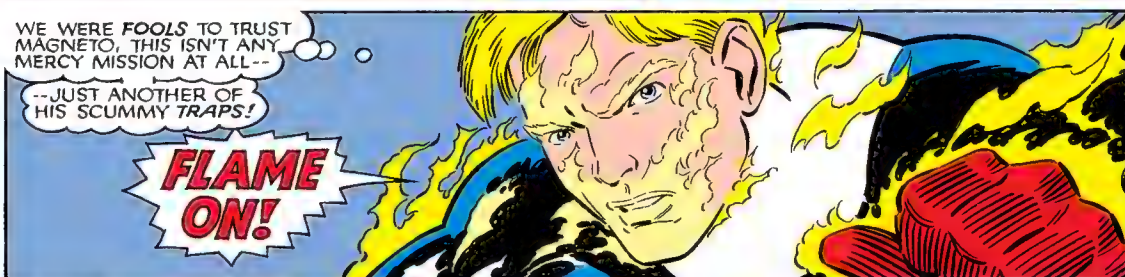
I KNEW IT! I KNEW IT!! I KNEW IT!!!



WE WERE FOOLS TO TRUST MAGNETO, THIS ISN'T ANY MERCY MISSION AT ALL--

--JUST ANOTHER OF HIS SCUMMY TRAPS!

FLAME ON!



I'LL SINGE WOLVERINE'S WHISKERS-- THAT SHOULD SCARE HIM AWAY FROM REED-- oh, NO!

AIEAHHRRR!

AS I FIRED, STORM FELL IN THE PATH OF MY FLAME!

I BURNED HER!!

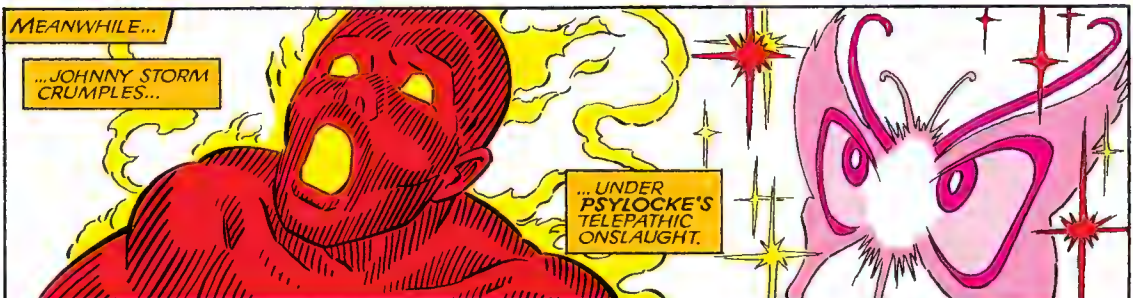
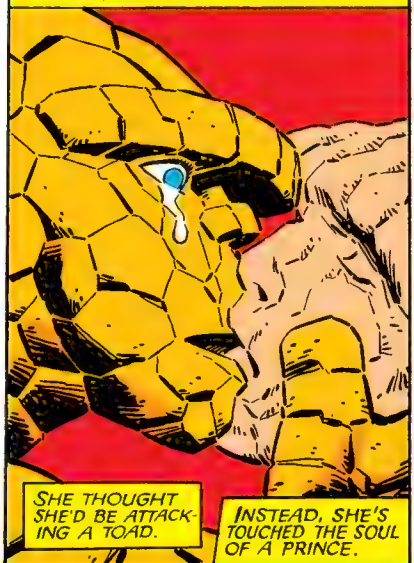
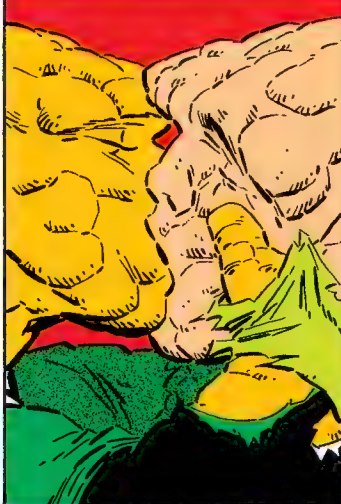
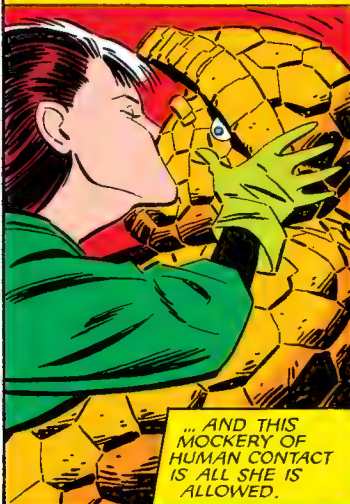


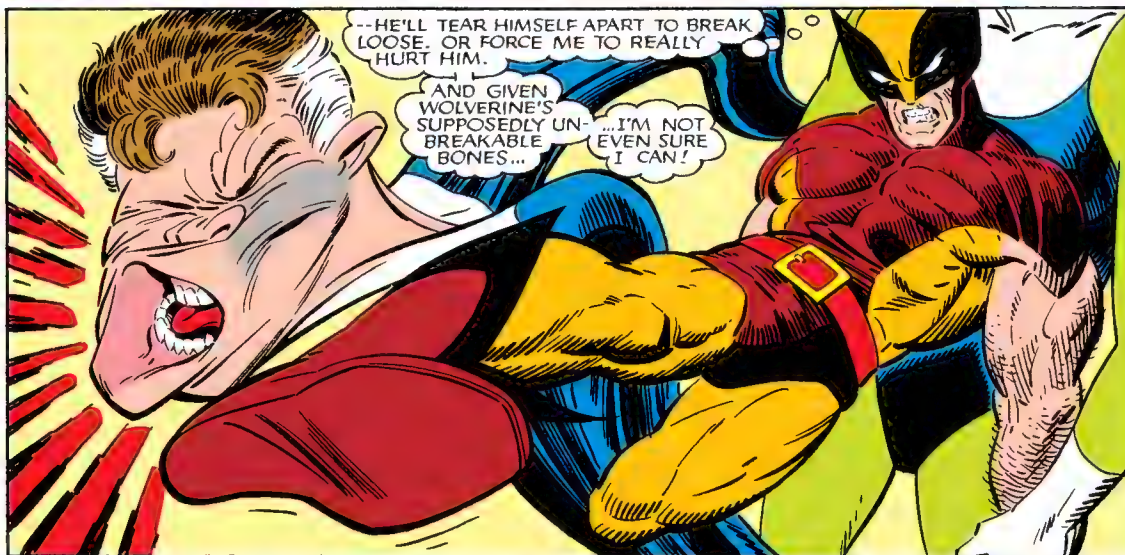
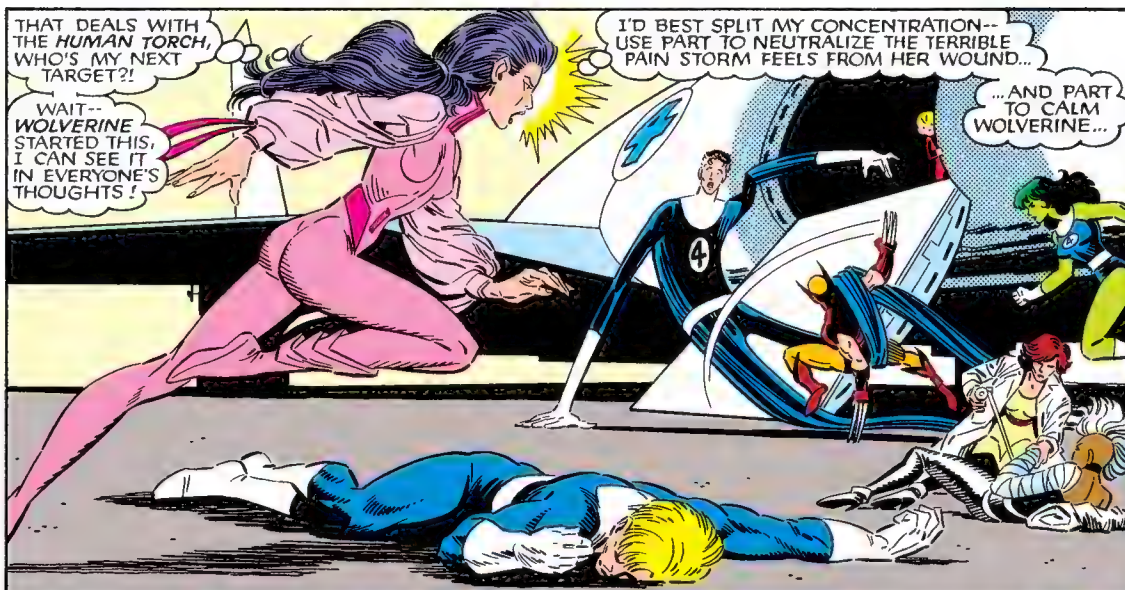


HER KISS SURPRISES BEN GRIMM WITH ITS TENDERNESS, ITS DESPERATE YEARNING FOR TRUE AFFECTION THAT TOO PAINFULLY MIRRORS HIS OWN-- FOR ROGUE IS AS TRAPPED BY HER BODY AS THE THING IS BY HIS...

WITH THIS KISS-- INDEED, WITH THE SLIGHTEST TOUCH OF HER FLESH TO ANOTHER'S-- ROGUE TEMPORARILY ABSORBS THAT PERSON'S PSYCHE AND POWERS.

INSTANTLY, AS HER BODY IS FLOODED WITH THE THING'S AWESOME STRENGTH, HER AWARENESS IS FILLED WITH THE TOTALITY OF HIS BEING-- ALL HE WAS AND IS AND DREAMS/DESPAIRS OF BEING.





FROM THE HATCHWAY OF THE FF'S HYPER-SPACE PLANE, A YOUNG BOY WATCHES IN GROWING HORROR AS FRIENDS BATTLE FAMILY. HE WANTS WITH ALL HIS MIGHT TO STOP THIS...

MR. WOLVERINE-- NO!

PLEASE DON'T HURT MY PAPA!

...BUT NO ONE HEEDS-- OR EVEN HEARS HIS ANGUISHED CRY...

... BECAUSE HE ISN'T REALLY THERE. THE COSTUMED FIGURE OF FRANKLIN RICHARDS THAT APPEARED IN SCOTLAND IS REALLY AN ASTRAL PROJECTION...

... OF THE SLEEPING LAD, BACK HOME IN THE FF'S NEW YORK HEADQUARTERS.

HOWEVER, AS SO OFTEN HAPPENS WHEN YOU'RE ASLEEP, A LEAP MADE IN DREAMLAND...

KBONK!

... HAS RUDE AND PAINFUL CONSEQUENCES IN REALITY.

OW! OW! WWO! OW! WWO!

FRANKLIN, WHAT'S THE MATTER?!

BABY, ARE YOU ALL RIGHT?!!

THERE, THERE-- DON'T CRY.

MOMMY'S HERE, YOU'RE SAFE NOW.

POOR LITTLE THING, DID YOU FALL OUT OF BED? WAS IT A BAD DREAM?

MOMMY MOMMY MOMMY, IT WAS A SPECIAL DREAM! I WAS WITH DADDY, FAR AWAY, WHERE HE WENT TO HELP THE X-MEN, ONLY HE WOULDN'T HELP THEM-- WHY WOULDN'T HE, MOMMY, AREN'T THEY OUR FRIENDS?!

THE X-MEN GOT MAD AN' Mr. WOLVERINE HIT DADDY...

...AN' UNCA BEN HIT Mr. MAGNETO AN' UNCA JOHNNY BURNED STORM WITH HIS FIRE-- SO BAD SHE SCREAMED, MOMMY--

--AN' I TRIED TO STOP THEM, ONLY I COULDN'T, AN' THEN I FELL DOWN AN' WOKE UP!

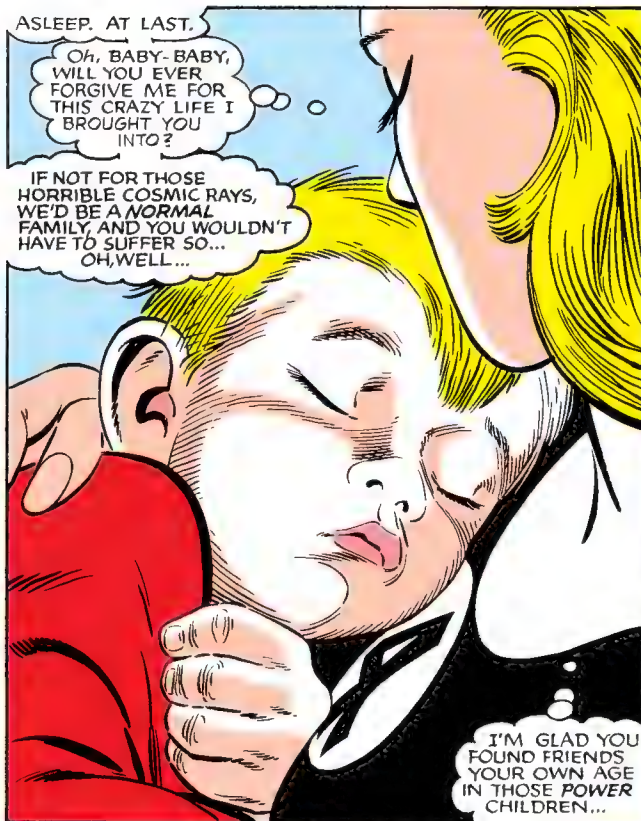
Oh, MOMMY-- SOMETHING AWFUL'S HAPPENING, I KNOW IT!

DADDY'S ON THE OTHER SIDE OF THE OCEAN, HONEY-BUNCH, THERE'S NOTHING WE CAN DO

BUT I'LL RADIO THE PLANE, TO MAKE SURE EVERYTHING'S FINE.

IT WON'T BE-- EVER AGAIN!

THING vs. FRANKLIN



ASLEEP. AT LAST.

OH, BABY-BABY,
WILL YOU EVER
FORGIVE ME FOR
THIS CRAZY LIFE I
BROUGHT YOU
INTO?

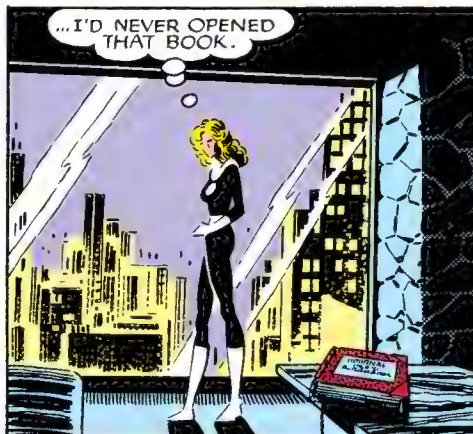
IF NOT FOR THOSE
HORRIBLE COSMIC RAYS,
WE'D BE A NORMAL
FAMILY, AND YOU WOULDN'T
HAVE TO SUFFER SO...
OH, WELL...

I'M GLAD YOU
FOUND FRIENDS
YOUR OWN AGE
IN THOSE POWER
CHILDREN...

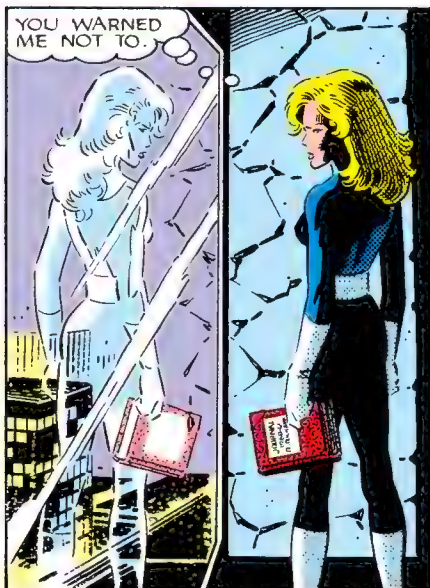


...I WISH YOU HAD A
NORMAL CHILDHOOD--
A NORMAL
EXISTENCE-- TO
GO WITH THEM.

I
WISH...



...I'D NEVER OPENED
THAT BOOK.



YOU WARNED
ME NOT TO...



I SHOULD
HAVE
LISTENED.



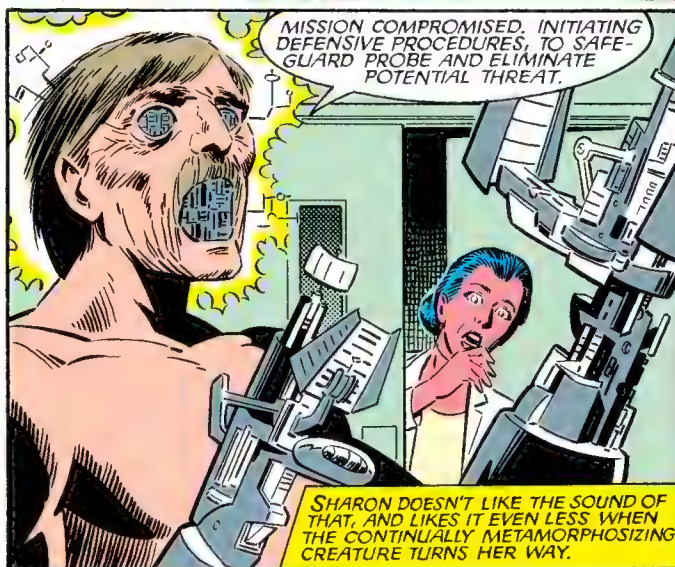
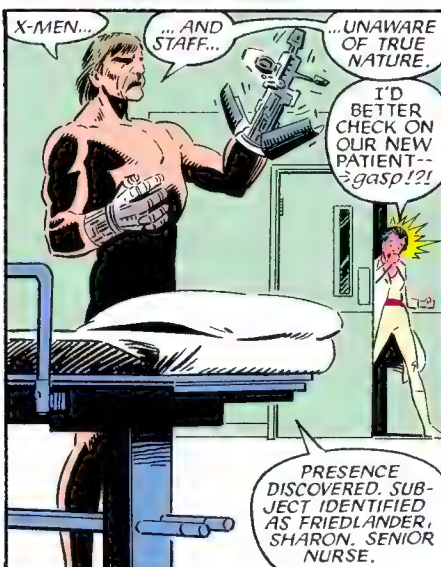
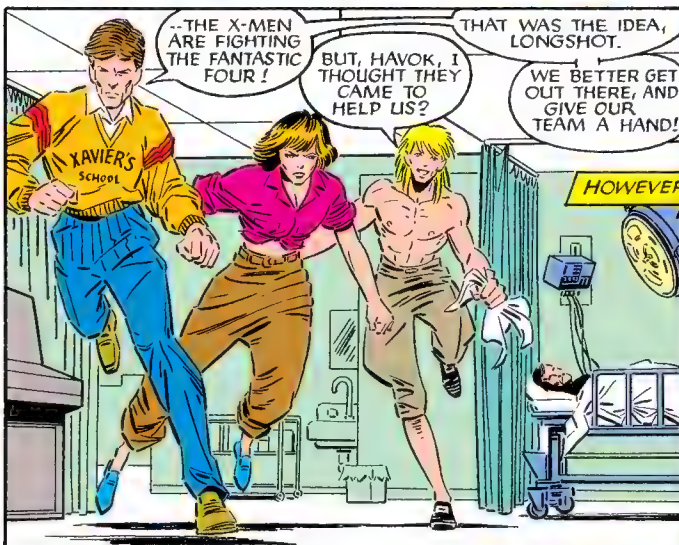
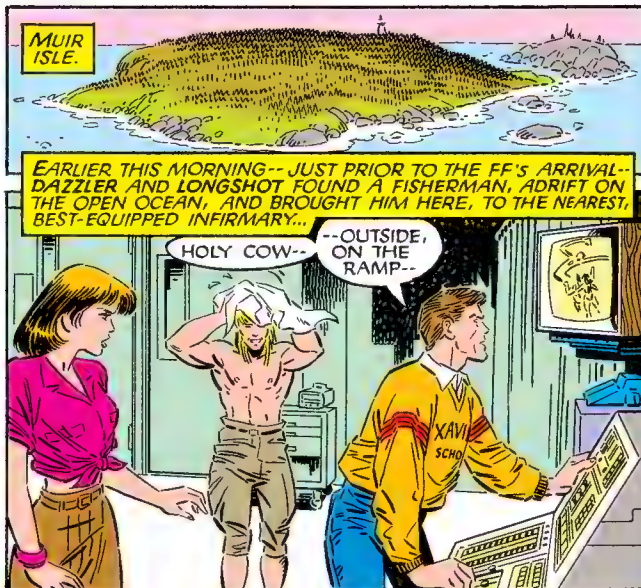
YOU SAID IT WOULD DESTROY THE FANTASTIC FOUR.



YOU MAY BE
RIGHT!

PONG

SEIZED SUDDENLY
BY A FURY TOO
GREAT TO BE CON-
TAINED...



MEANWHILE, UNAWARE OF WHAT'S HAPPENING INSIDE...

OUTTA MY WAY, MacTAGGERT!

YOU WANT RICHARDS, WOLVERINE--

--YOU'LL HAVE TO KILL ME FIRST!

AND I, ... MY FRIEND.

SHE CAN BARELY STAND.

AND HER PAIN LIES AS RAW ACROSS HIS SENSES AS THE ACRID STENCH OF HER SEARED FLESH.

THIS SHOULD NOT HAVE OCCURED...

...REGARDLESS OF THE PROVOCATION.

I APOLOGIZE.

HE COULD BRUSH HER ASIDE WITH EASE.

HE WANTS TO.

BUT...

SNARK

NOT NECESSARY.

I UNDERSTAND.

I WILL BEG IF I MUST, DR. RICHARDS.

ONLY YOU CAN SAVE SHADOWCAT.

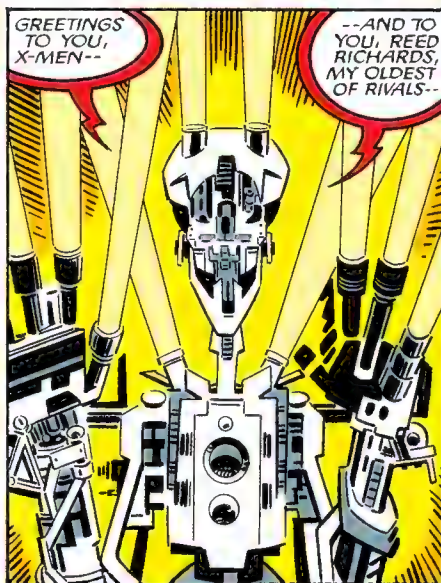
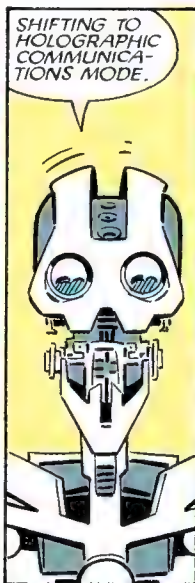
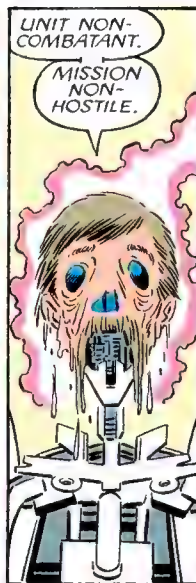
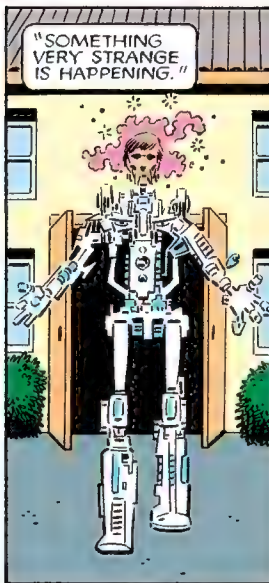
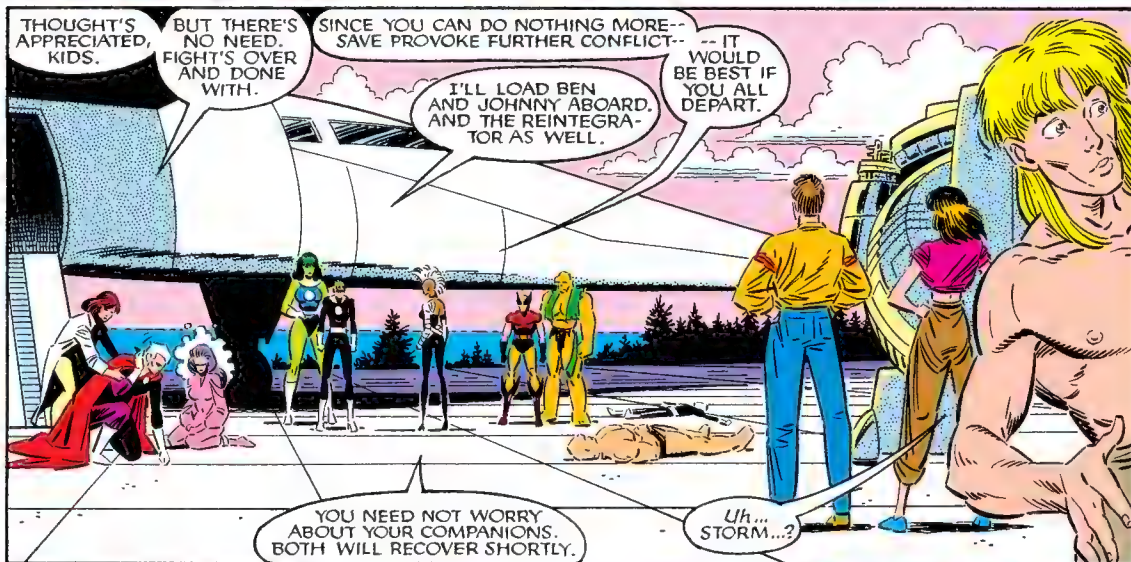
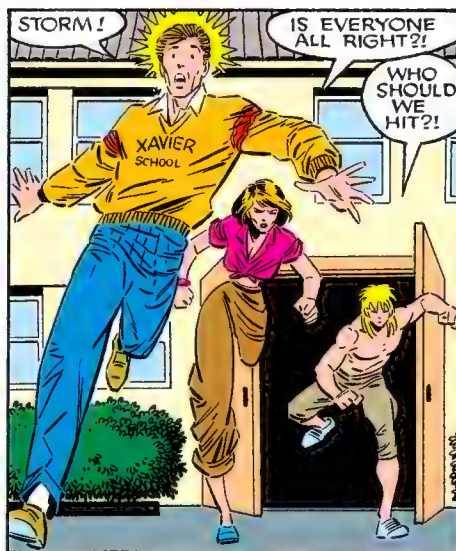
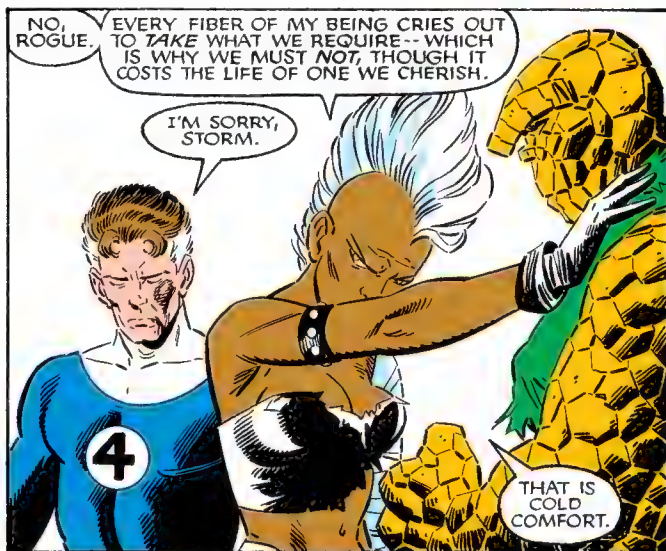
BELIEVE ME, STORM--

-- IF I COULD HELP, I WOULD.

THE HECK WITH HIM!

WE DON'T NEED HIS PERMISSION. AH'LL SIMPLY TOUCH HIM, AN' LEARN EVERYTHIN' HE KNOWS, INCLUDIN' HOW TO RUN HIS STUPID GIZMO!

OR PSYLOCKE CAN USE HER PSI-POWERS TO READ THE INFORMATION IN HIS MIND!



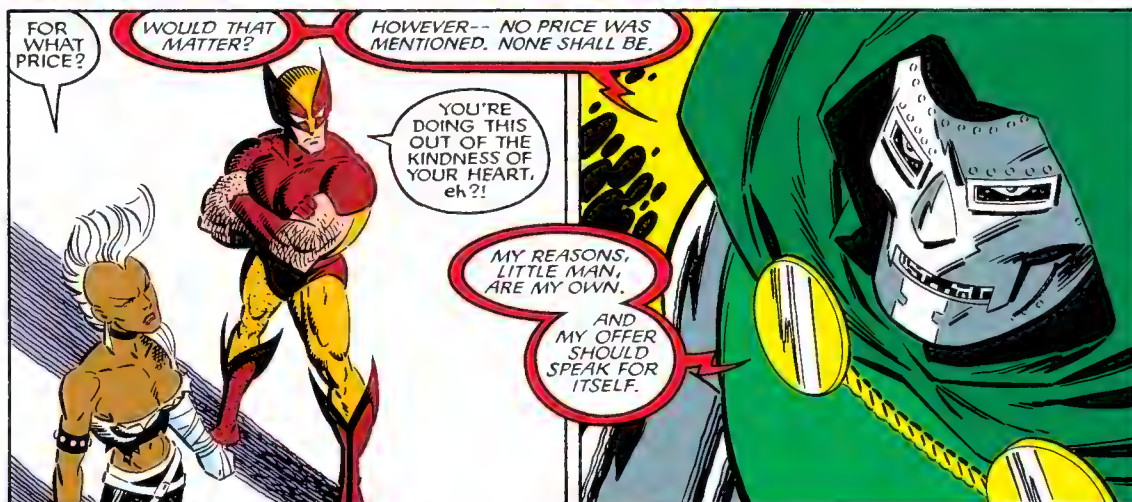
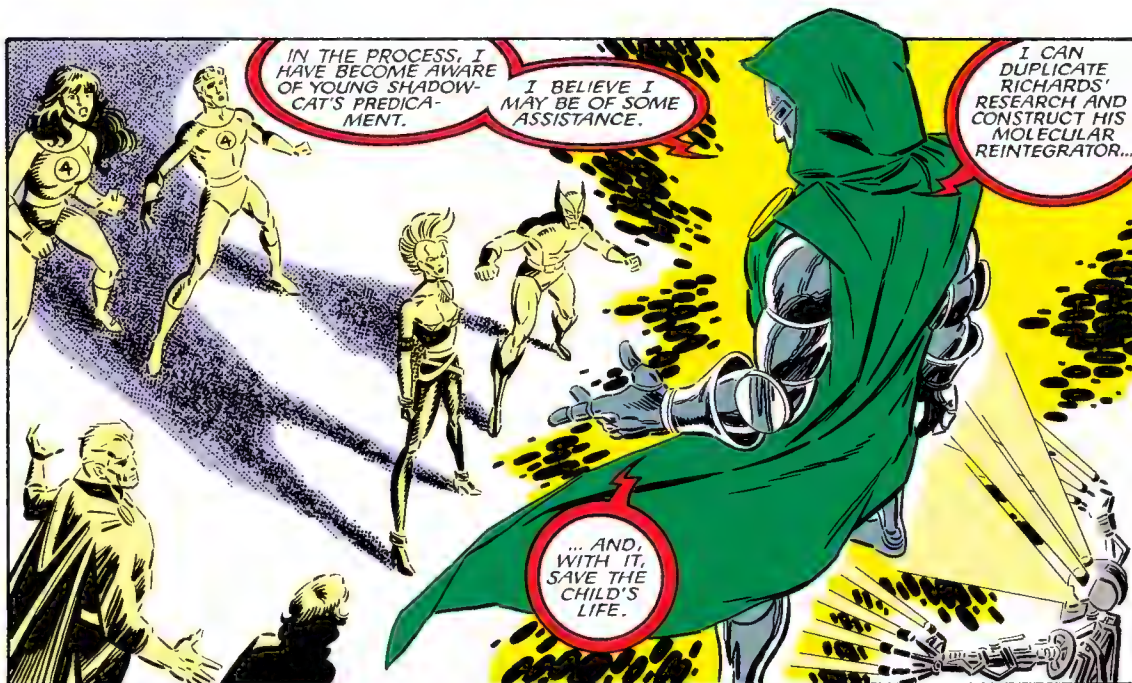
--FROM **DOCTOR DOOM!**

MY APOLOGIES
FOR THIS
UNINVITED
INTRUSION...

...AND FOR
THE DECEPTION
PRACTICED UPON
YOU BY MY
SCANBOT.

I HAD HEARD,
X-MEN, OF YOUR
RECENT TROUBLES AT THE
HANDS OF THE MARAUDERS,*
AND WAS CURIOUS TO SEPARATE
FACT FROM RUMOR. MORE IMPOR-
TANTLY, I WISHED TO DETERMINE
WHETHER OR NOT THIS ATTACK ON
YOU POSED ANY THREAT TO MY
INTERESTS. SO, LEARNING OF YOUR
PRESENCE ON MUIR ISLE, I SENT
THIS CONSTRUCT TO RECON-
NOITER Dr. MacTAggart's
FACILITY.

*SEE RECENT ISSUES
OF THE X-MEN-- AnnN.





YOU'RE THE LEADER OF THE X-MEN, STORM. YOU'RE RESPONSIBLE FOR THEIR WELFARE--YOU CAN'T GO THROUGH WITH THIS!

RICHARDS!

THIS IS KINROSS LAND--AND I'M THE KINROSS HEIR!

IF YOU AREN'T AIRBORNE WITHIN FIVE MINUTES...



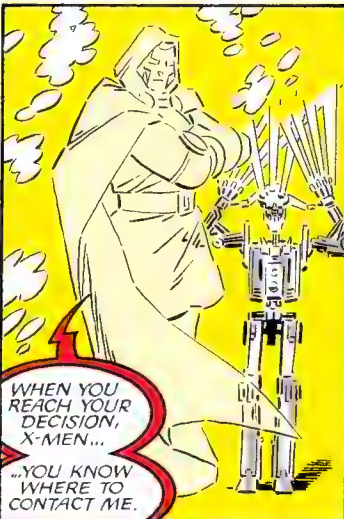
...I'LL SEE YOU **ARRESTED** FOR TRESPASS AND ASSAULT!

SHE'S SERIOUS, REED.

Dr. Mac-TAGGART, PLEASE--!

YOU'VE DONE ENOUGH TODAY. FOR THE LOVE OF HEAVEN, MAN--

--JUST GO!



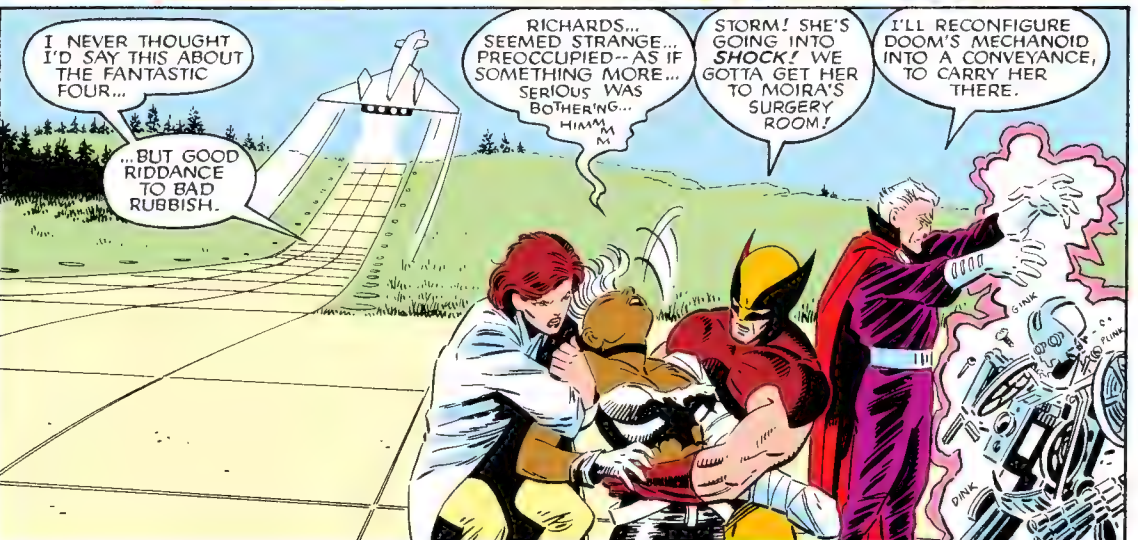
WHEN YOU REACH YOUR DECISION, X-MEN...

...YOU KNOW WHERE TO CONTACT ME.



YOU'RE MAKING A TERRIBLE MISTAKE.

YOU HAVE LEFT US LITTLE CHOICE.



I NEVER THOUGHT I'D SAY THIS ABOUT THE FANTASTIC FOUR...

...BUT GOOD RIDDANCE TO BAD RUBBISH.

RICHARDS... SEEMED STRANGE... PREOCCUPIED--AS IF SOMETHING MORE... SERIOUS WAS BOTHERING... HIMMM

STORM! SHE'S GOING INTO **SHOCK**! WE GOTTA GET HER TO MOIRA'S SURGERY ROOM!

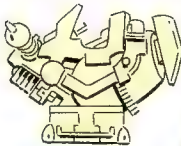
I'LL RECONFIGURE DOOM'S MECHANOID INTO A CONVEYANCE, TO CARRY HER THERE.

NOTHING SEEMED REAL OUT THERE--
EVEN WHEN WOLVERINE ATTACKED--
IT WAS LIKE SOME HORRIBLE DREAM.

CAD-CAM
143-JKB
FILE
LOADING

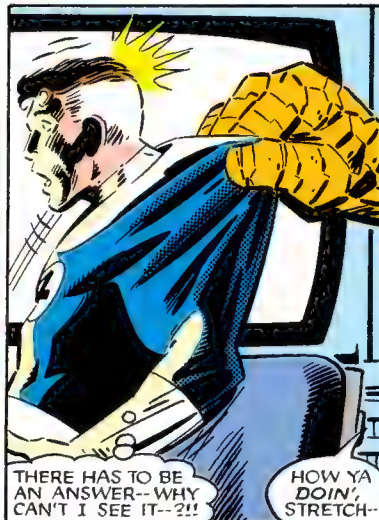
HAPPENING
TO SOME-
ONE ELSE.

FILE 143-JKB
MOLECULAR REINTEGRATOR.®



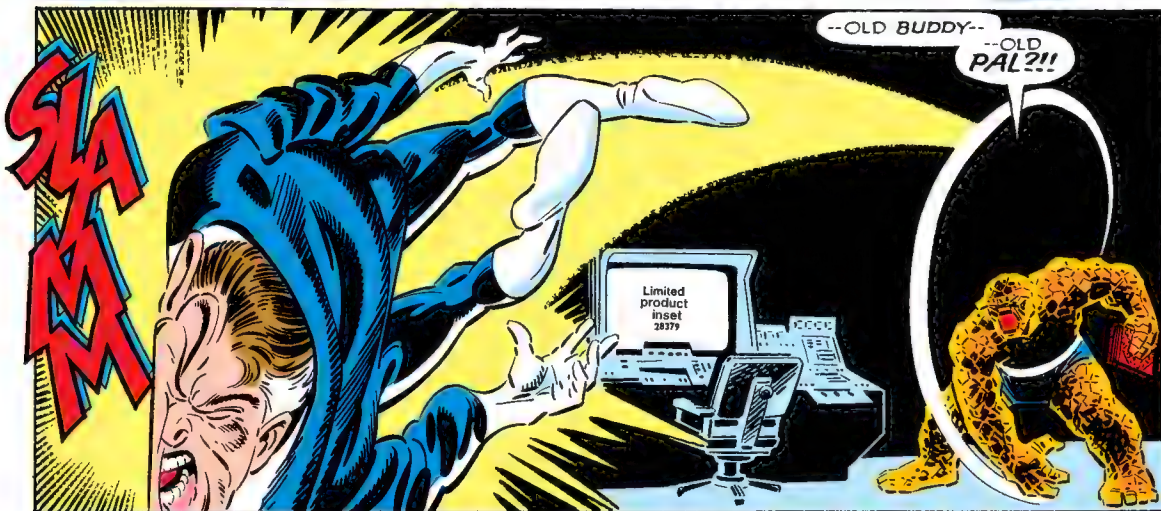
ELEVATION SCHEMATIC

THEORETICALLY, THE REINTEGRATOR IS
PRECISELY WHAT SHADOWCAT NEEDS. HER
EXAMINATION DATA SUPPORTED THAT--YET SOME-
THING, AN... INSTINCT, MADE ME HESITATE.



THERE HAS TO BE
AN ANSWER-- WHY
CAN'T I SEE IT--?!!

HOW YA
DOIN',
STRETCH--



--OLD BUDDY--

--OLD
PAL?!!

WORKIN' HARD
AS ALWAYS, huh,
SAVIN' THE WORLD--
AIN'T YOU THE
SAINT?!

BEN...
WHAT...
?!!

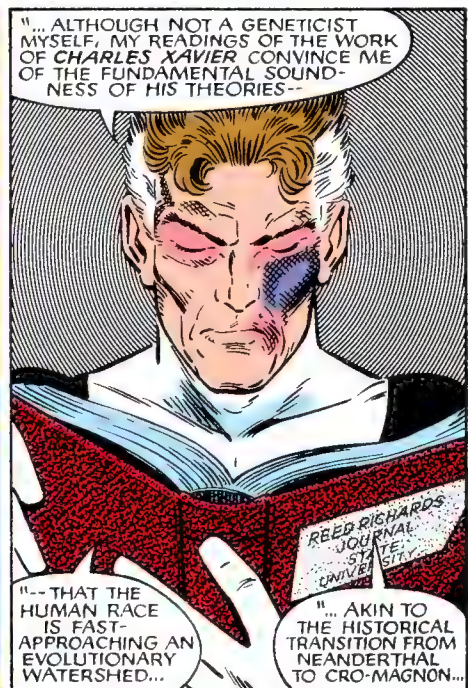
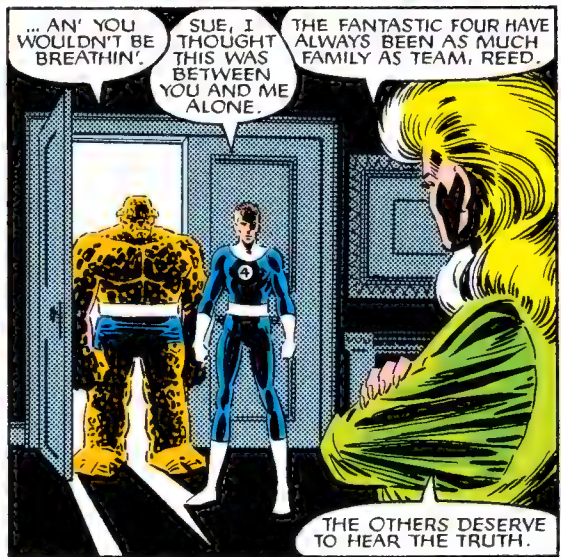
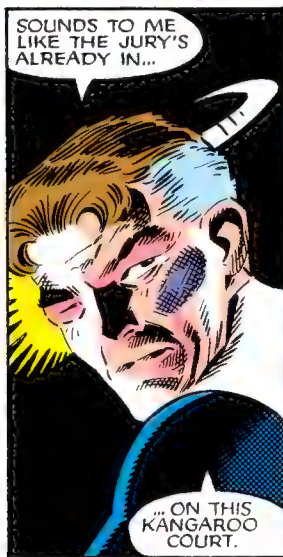
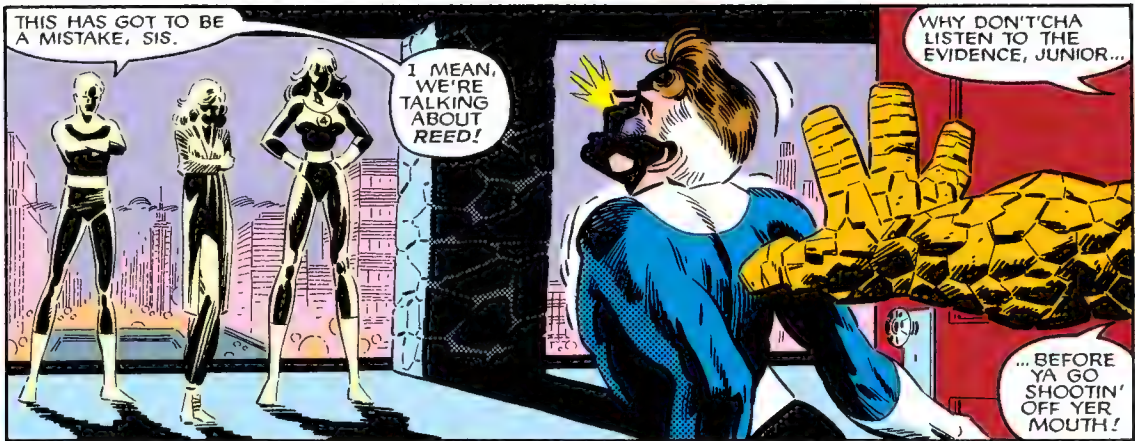
I'VE SEEN YER BOOK,
REED-- THIS STINKIN'
JOURNAL!

BUT I'M AN
OLD-FASHIONED,
TRADITIONAL
KIND'A GUY.

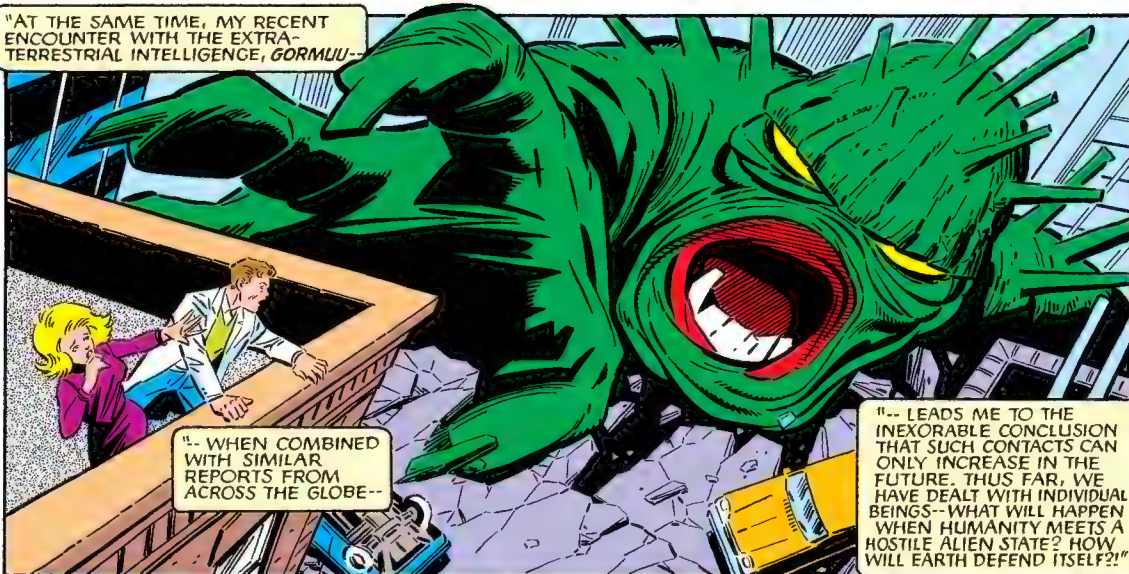
I WANT
TO HEAR
THE STORY
FROM YOUR
LIPS, REED,
TO MY
FACE.



I WANT
THE
TRUTH.



"AT THE SAME TIME, MY RECENT ENCOUNTER WITH THE EXTRA-TERRESTRIAL INTELLIGENCE, GORMUU--



"-- WHEN COMBINED WITH SIMILAR REPORTS FROM ACROSS THE GLOBE--

"... LEADS ME TO THE INEXORABLE CONCLUSION THAT SUCH CONTACTS CAN ONLY INCREASE IN THE FUTURE. THUS FAR, WE HAVE DEALT WITH INDIVIDUAL BEINGS-- WHAT WILL HAPPEN WHEN HUMANITY MEETS A HOSTILE ALIEN STATE? HOW WILL EARTH DEFEND ITSELF?!"

MUIR ISLE...

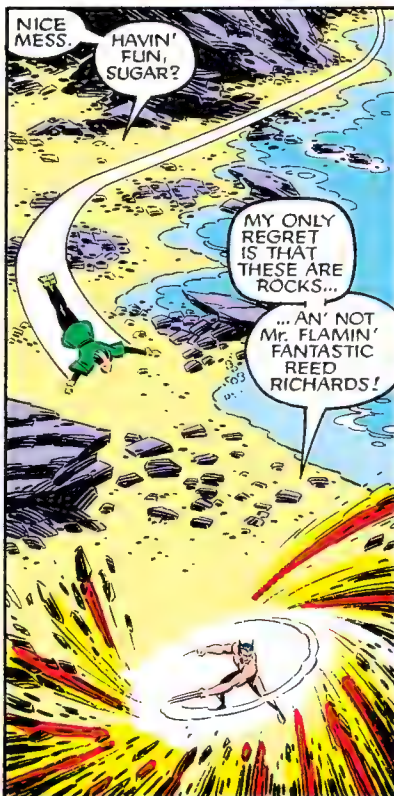


NICE MESS.

HAVIN' FUN, SUGAR?

MY ONLY REGRET IS THAT THESE ARE ROCKS...

... AN' NOT MR. FLAMIN' FANTASTIC REED RICHARDS!

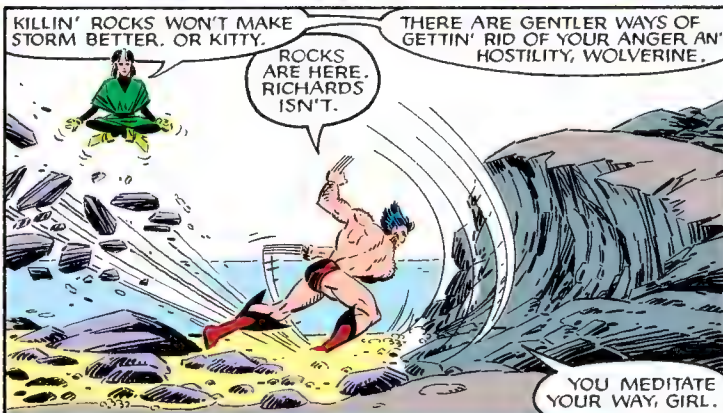


KILLIN' ROCKS WON'T MAKE STORM BETTER. OR KITTY.

ROCKS ARE HERE. RICHARDS ISN'T.

THERE ARE GENTLER WAYS OF GETTIN' RID OF YOUR ANGER AN' HOSTILITY, WOLVERINE.

YOU MEDITATE YOUR WAY, GIRL.



I'LL MEDITATE MINE.



LATER, AT MOIRA'S HOUSE...

DOOM?! DOCTOR
DOOM?!?

THIS IS CRAZY! HE'S THE MOST EVIL AND DANGEROUS MAN IN THE WORLD--HOW CAN YOU EVEN THINK OF ACCEPTING HIS OFFER?!

WHEN HE'S
THE ONLY
GAME IN
TOWN,
DAZZLER...

A *RATED* GAME, WOLVERINE,
WITH MARKED CARDS--RIGGED
TOTALLY IN HIS FAVOR!

FF HEAD-
QUARTERS...

**YOUR
WORDS
REED?**

DON'T EVEN TRY TO DENY IT, STRETCH.

1 I REMEMBER LISTENIN'
TO YOU SPOUT THAT SAME
GUFF, AS FAR BACK AS
COLLEGE. AN' ESPECIALLY
IN THE WEEKS BEFORE
OUR ROCKET LAUNCH.

THOSE LAST
FEW DAYS, IT
WAS PRETTY
MUCH *ALL*
YOU TALKED
ABOUT.

JUST BECAUSE
SOME OF THIS
IS TRUE...

„ DOESN'T
AN THE WHOLE
BOOK IS!

THAT'S WHAT
WE'RE HERE TO
FIND OUT.

FINISH THE
STORY, REED.

"IS IT A BLESSING--
OR A CURSE-- I
WONDER, HAVING
NOT MERELY A
SUPERIOR INTELLECT
AND INSATIABLE
CURIOSITY...

"... BUT THE
WHEREWITHAL
TO MAKE EVEN
MY WILDEST
DREAMS...

"... REALITY?

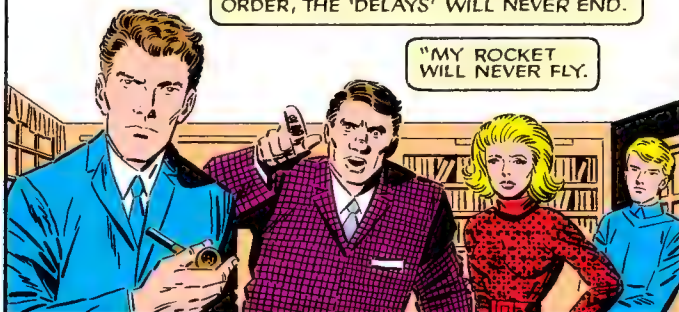
"I HAVE DEVOTED MY LIFE-- AND ALMOST THE ENTIRE FORTUNE BEQUEATHED ME BY MY FATHER-- TO AN EXPERIMENTAL ROCKET PROJECT..."

"... SO THAT MANKIND MAY MEET ANY OTHER STAR-FARING RACE, NOT ON THE SURFACE OF OUR HOME-WORLD, BUT IN THE NEUTRAL TERRITORY OF SPACE.

"DISASTER! THE GOVERNMENT WANTS ME TO POSTPONE MY FLIGHT-- MY SPACECRAFT, THEY SAY, CONTAINS TOO MUCH RADICAL AND UNTESTED TECHNOLOGY. THEY REQUIRE MORE TESTS BEFORE APPROVING THE LAUNCH. DON'T THEY UNDERSTAND, I'VE ALREADY TESTED EVERY ELEMENT OF BOTH DESIGN AND CONSTRUCTION, FAR MORE COMPREHENSIVELY THAN THEY EVER COULD?"

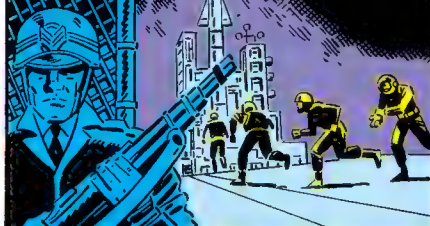
"I FEAR, IF I ACCEPT THIS RESTRAINING ORDER, THE 'DELAYS' WILL NEVER END."

"MY ROCKET WILL NEVER FLY."



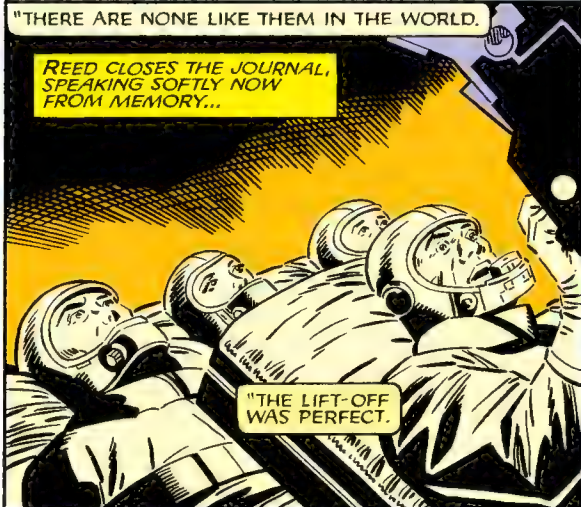
"MY BEST FRIEND-- ACE TEST PILOT BEN GRIMM-- WILL HANDLE THE CONTROLS. MY FIANCEE, SUE STORM, AND HER KID BROTHER JOHNNY INSIST ON ACCOMPANYING US, AS WELL."

"BRAVE, NOBLE SOULS."



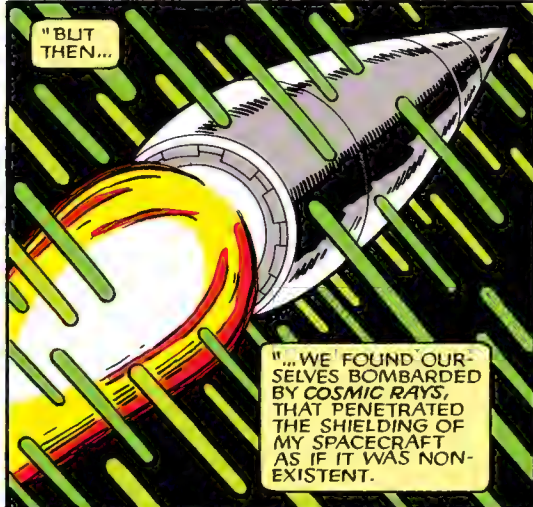
"THERE ARE NONE LIKE THEM IN THE WORLD."

REED CLOSES THE JOURNAL, SPEAKING SOFTLY NOW FROM MEMORY...



"THE LIFT-OFF WAS PERFECT."

"BUT THEN..."



"...WE FOUND OURSELVES BOMBARDED BY COSMIC RAYS, THAT PENETRATED THE SHIELDING OF MY SPACECRAFT AS IF IT WAS NON-EXISTENT."

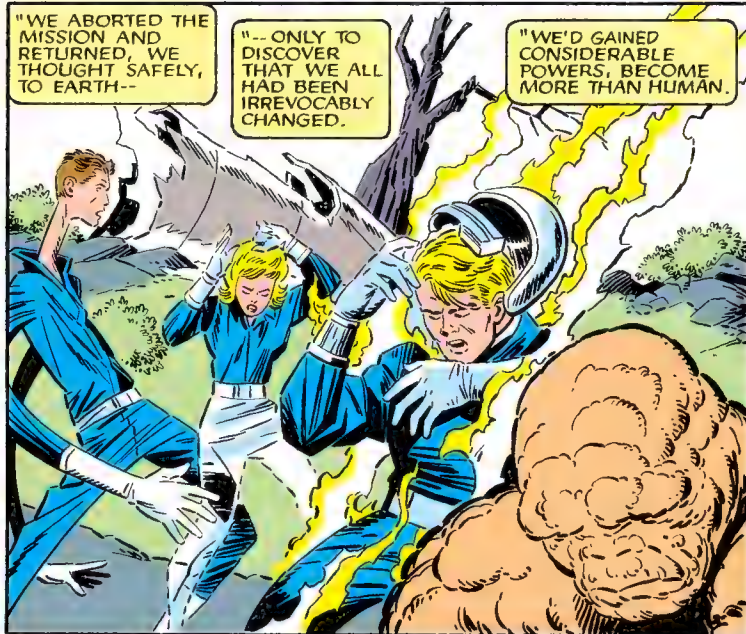
"WE ABORTED THE MISSION AND RETURNED, WE THOUGHT SAFELY, TO EARTH--"

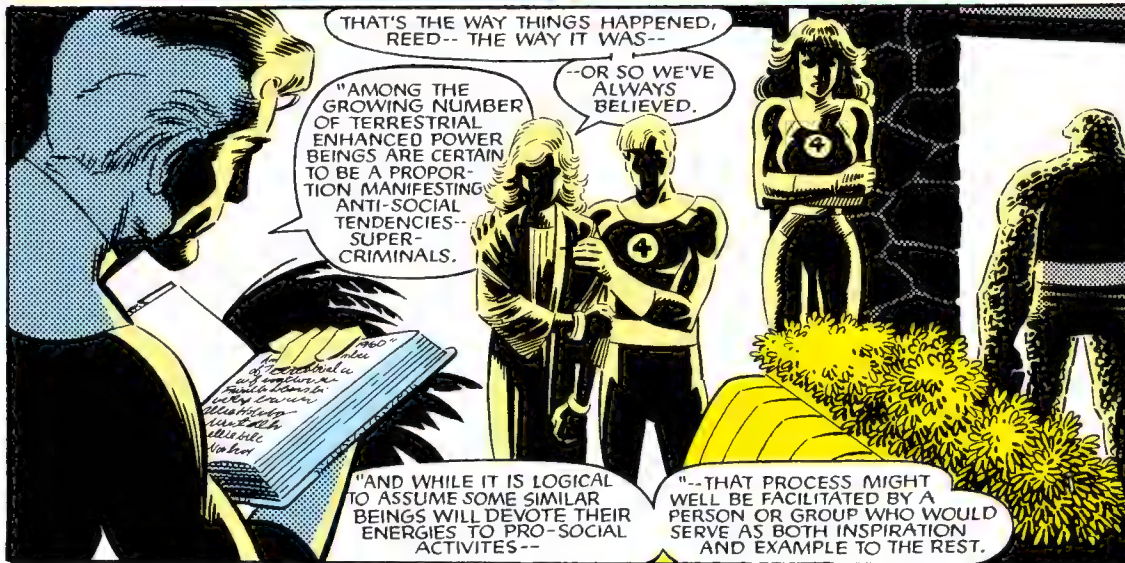
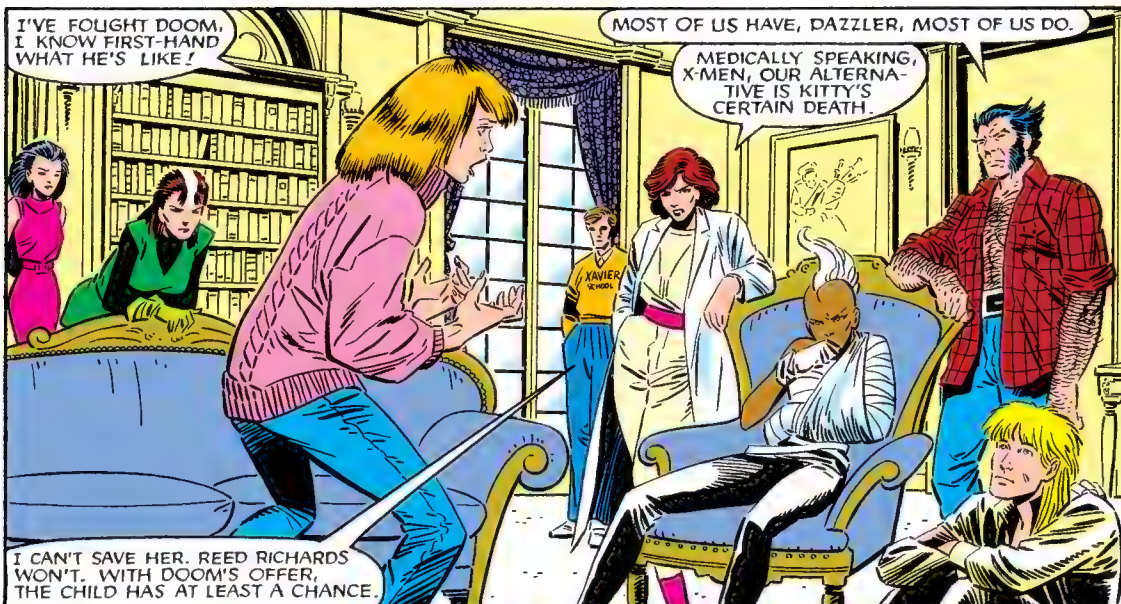
"-- ONLY TO DISCOVER THAT WE ALL HAD BEEN IRREVOCABLY CHANGED."

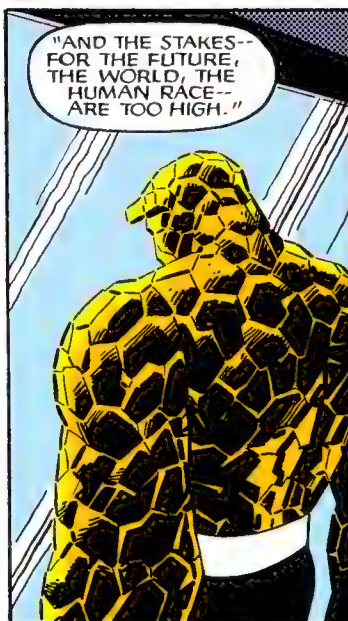
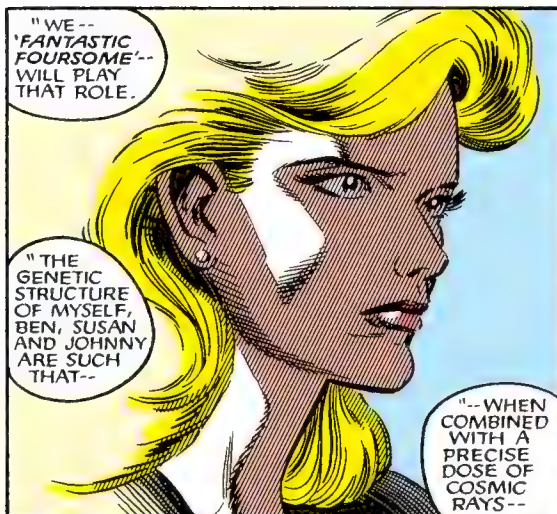
"WE'D GAINED CONSIDERABLE POWERS, BECOME MORE THAN HUMAN."

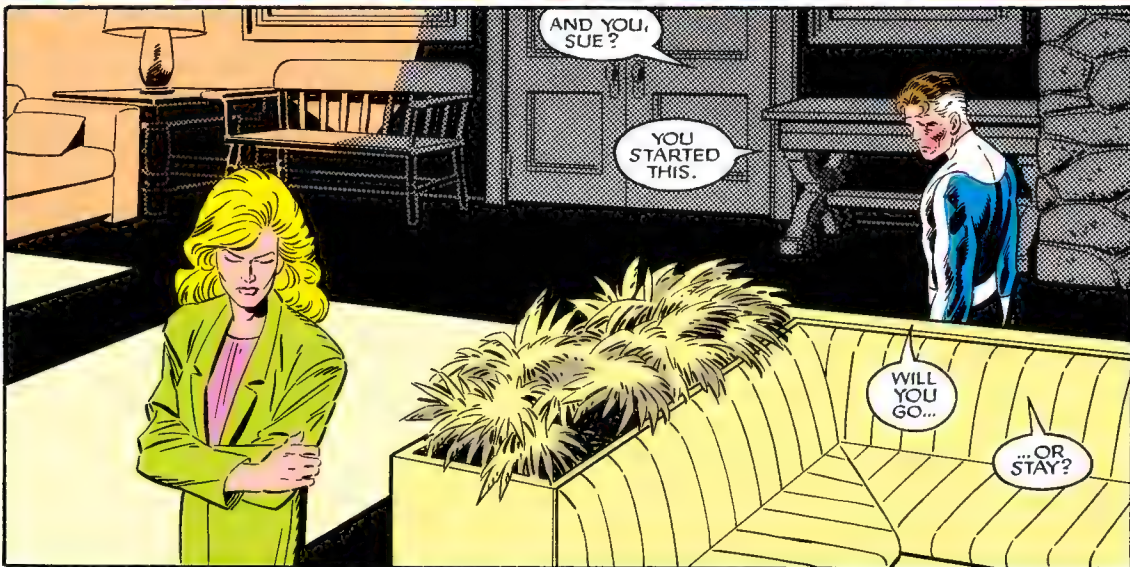
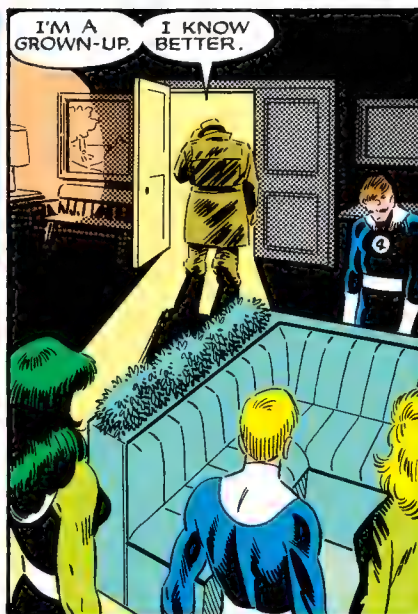
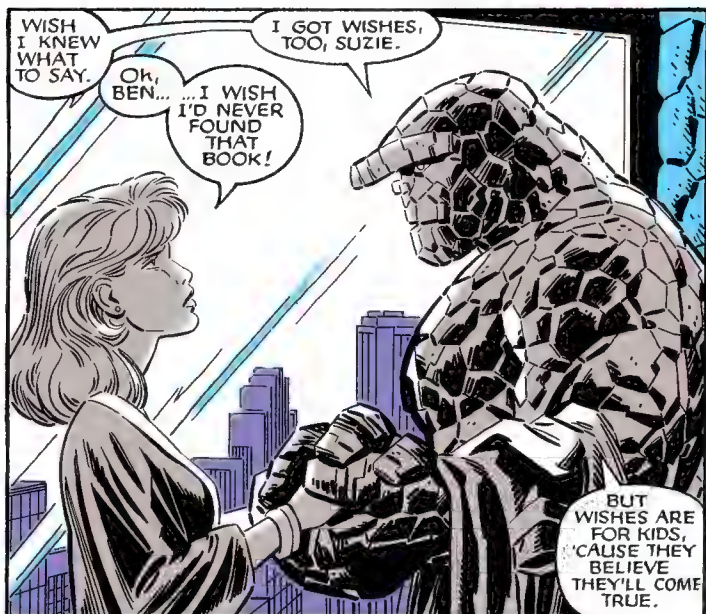
"WE PLEDGED OURSELVES TO USE THOSE FANTASTIC ABILITIES FOR GOOD."

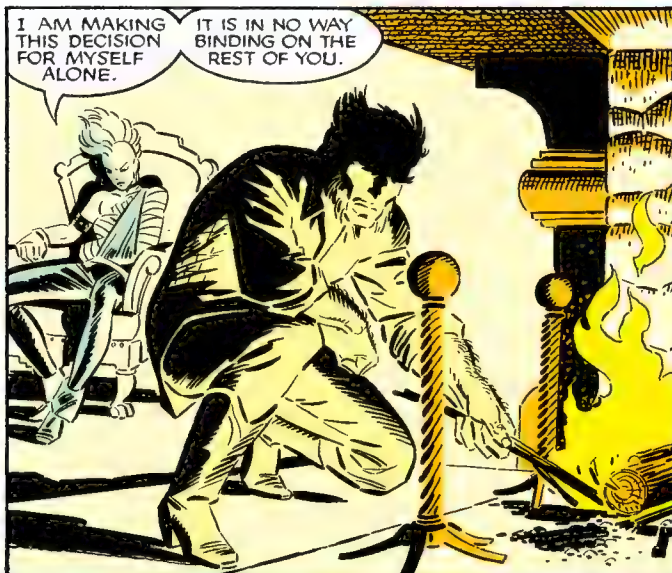
"AND SO, THE FANTASTIC FOUR WAS BORN."











I AM MAKING THIS DECISION FOR MYSELF ALONE.

IT IS IN NO WAY BINDING ON THE REST OF YOU.



I KNOW THE RISKS.

BUT KITTY IS VERY DEAR TO ME.

I WOULD BARGAIN WITH THE DEVIL HIMSELF TO SAVE HER.

AND... I SHALL!



NOT ALONE, YOU WON'T.

YOU'RE IN, DARLIN'--



-- SO AM I.



ME TOO, BOSS.

I BELIEVE I SPEAK FOR ALL OF US WHO ARE NEW ARRIVALS TO THE X-MEN--

--WE STAND WITH YOU, STORM...

...TO THE END!

NEXT: BY THE SOUL'S DARKEST LIGHT!

MARVEL®



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BY THE
COMICS
CODE
AUTHORITY

3 IN A FOUR-ISSUE LIMITED SERIES

FANTASTIC FOUR

VERSUS THE

X-MEN



STAN LEE
PRESENTS...

CASTLE DOOM,
LATVERIA...

BY THE SOUL'S DARKEST LIGHT

THE ANESTHETIC
HAS TAKEN EFFECT.
STORM IS NO LONGER
IN PAIN.

HER INJURIES
ARE QUITE
SERIOUS--
SECOND AND
THIRD-DEGREE
BURNS, INVOLVING
THE ENTIRETY OF
HER LEFT ARM AND
SHOULDER, RESULT-
ING IN MASSIVE
TISSUE DAMAGE,
MUSCLE
AND NERVE
IMPAIRMENT--

-- THE
FINEST
HOSPITAL IN
THE WORLD COULD
NOT ERASE THIS
TERRIBLE SCARRING,
NOR RESTORE ANY-
THING BEYOND
MINIMAL
FUNCTION.

FORTUNATELY
FOR YOUR
LEADER,
X-MEN...

...YOU TURNED TO
**DOCTOR
DOOM!**

CHRIS
CLAREMONT
WRITER

JON
BOGDANOV
PENCILER

TERRY
AUSTIN
INKER

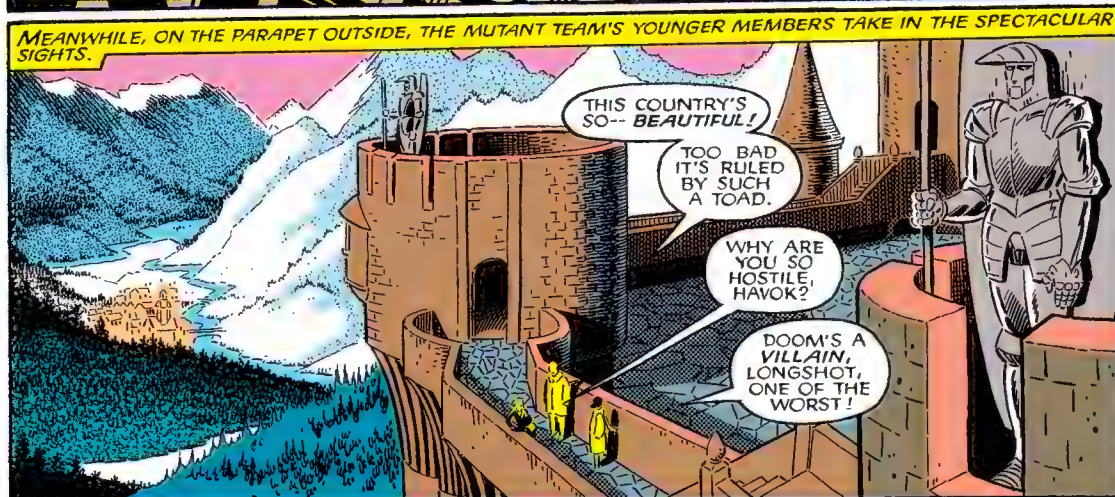
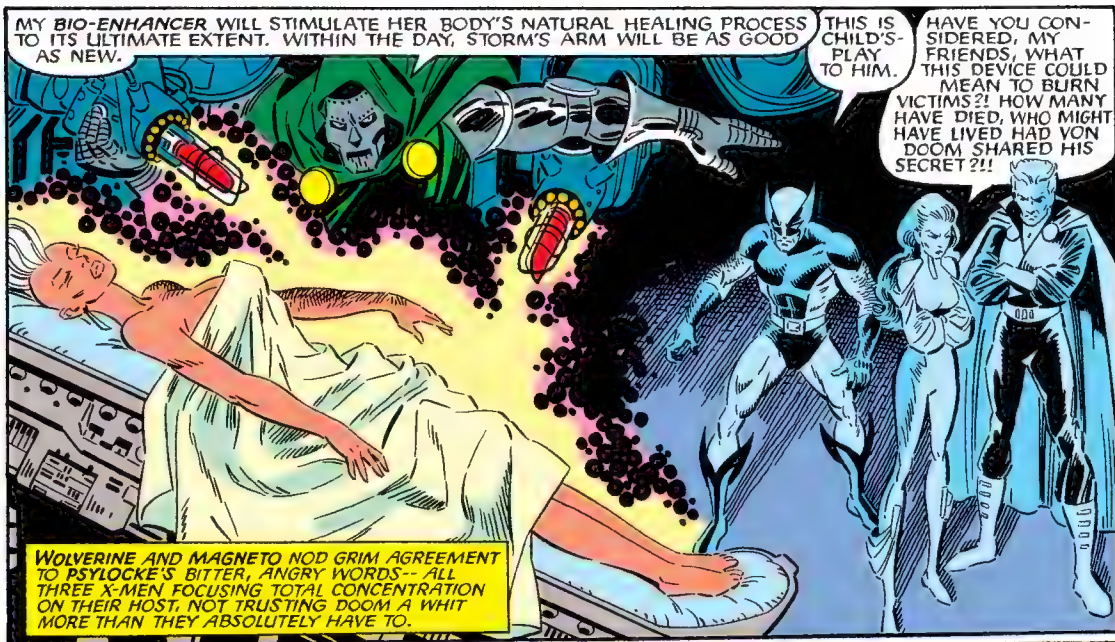
TOM
ORZECOWSKI
LETTERER

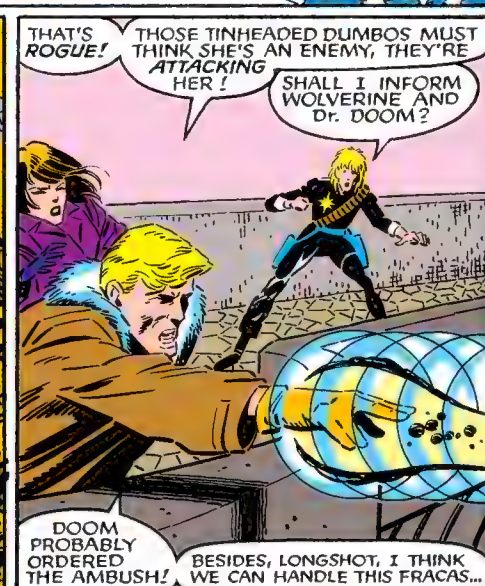
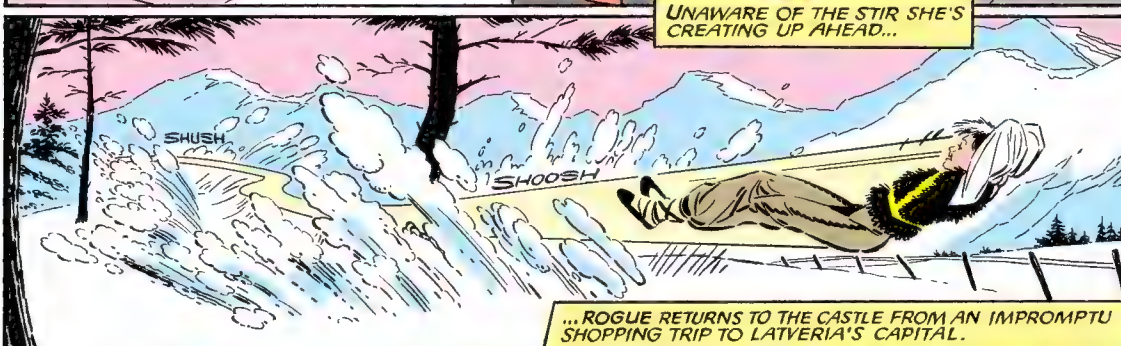
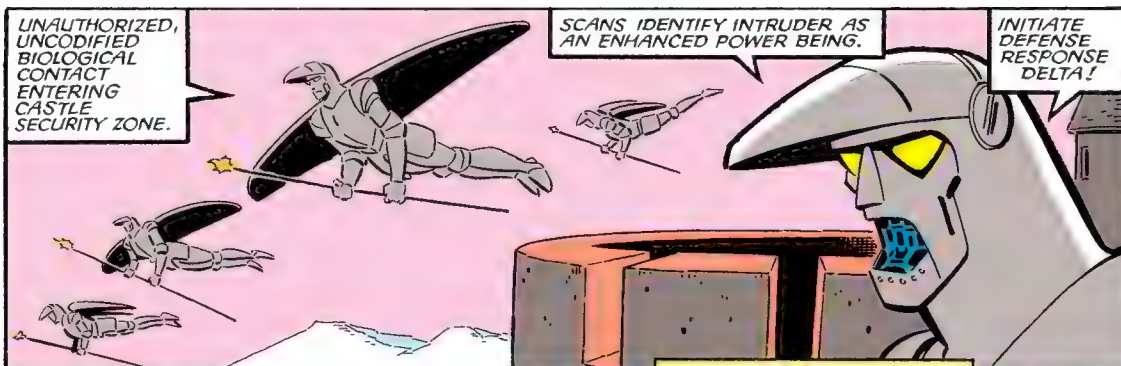
GLYNIS
OLIVER
COLORIST

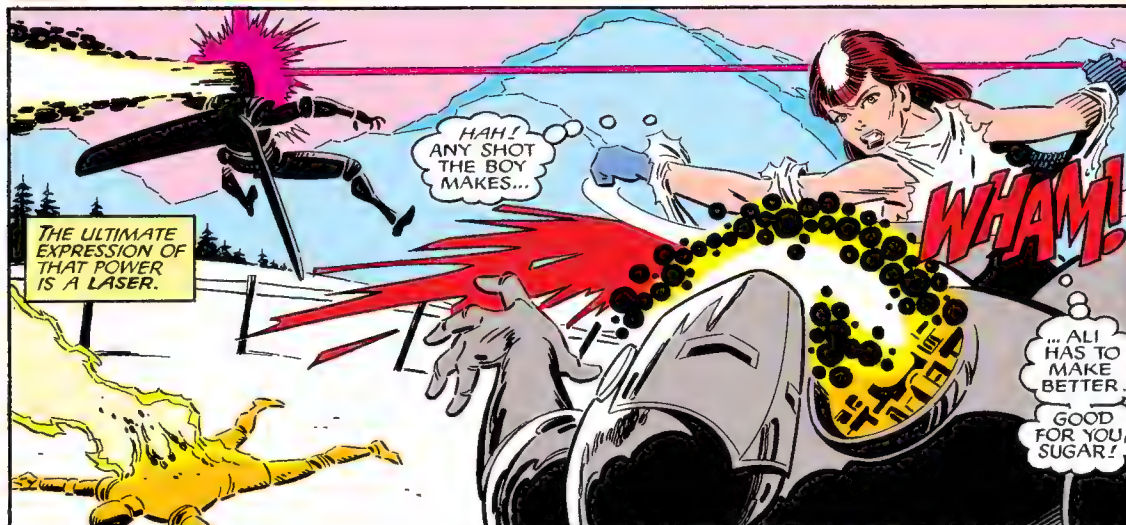
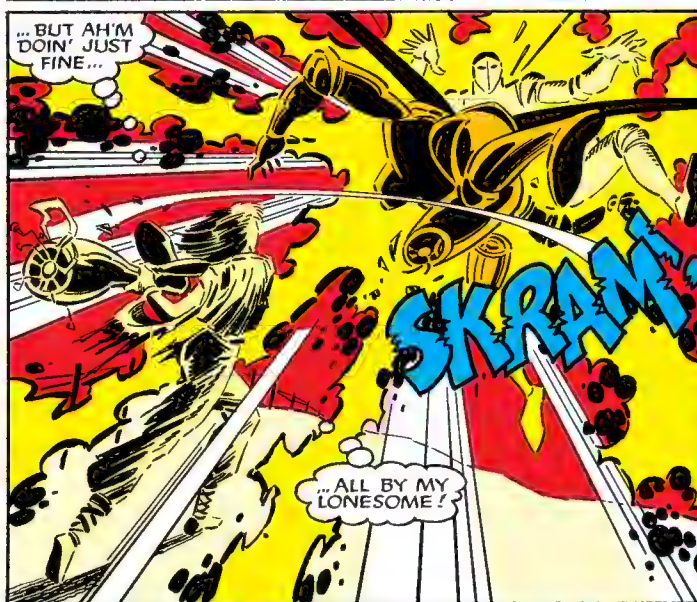
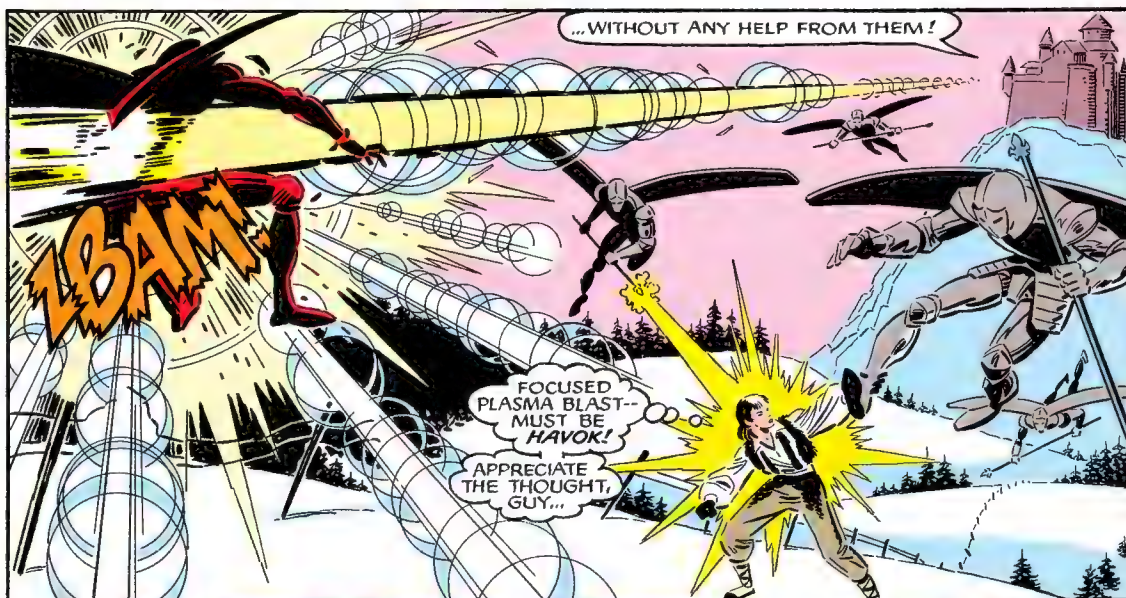
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EDITOR

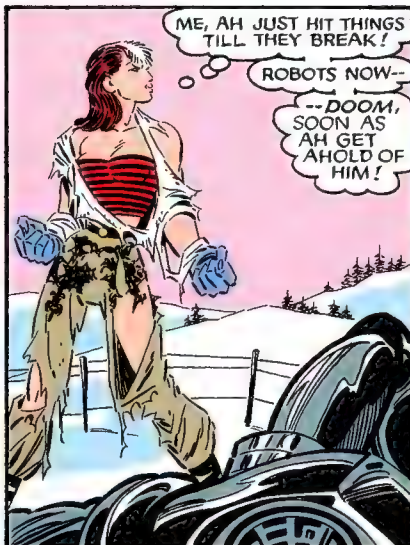
DON DALEY
CONSULTING
EDITOR

JIM
SHOOTER
EDITOR IN CHIEF





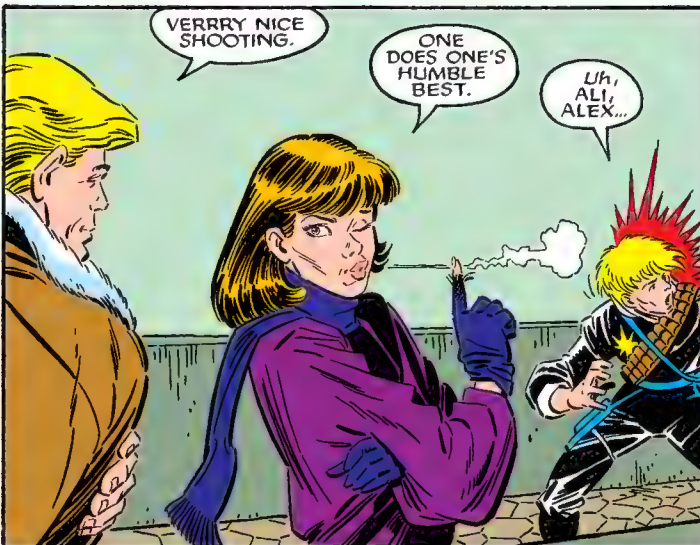




ME, AH JUST HIT THINGS
TILL THEY BREAK!

ROBOTS NOW--

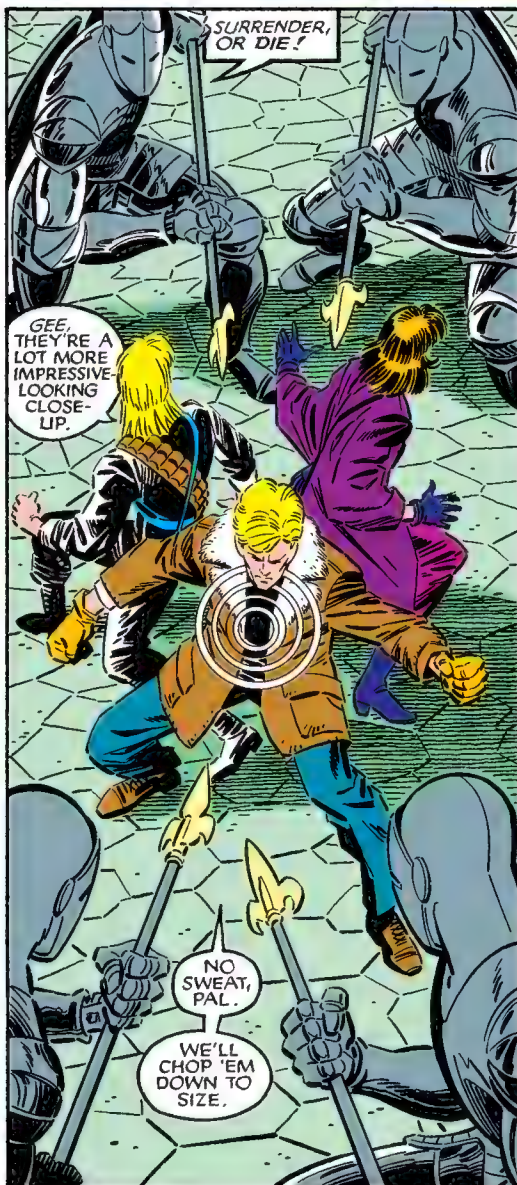
--DOOM,
SOON AS
AH GET
AHOLD OF
HIM!



VERRRY NICE
SHOOTING.

ONE
DOES ONE'S
HUMBLE
BEST.

Uh,
ALI,
ALEX...



SURRENDER,
OR DIE!

GEE,
THEY'RE A
LOT MORE
IMPRESSION-
LOOKING
CLOSE-
UP.

NO
SWEAT,
PAL.

WE'LL
CHOP 'EM
DOWN TO
SIZE.



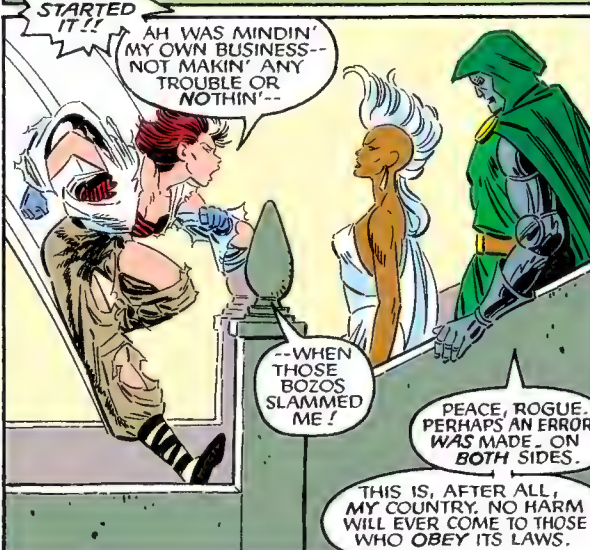
NO, YOUNG MAN, YOU WILL NOT!

WHAT IS THE MEANING
OF THIS, X-MEN?!
EXPLAIN YOURSELVES,
IMMEDIATELY!

STORM,
YOUR
ARM'S
HEALED!

COMPLETELY,
HAVOK,
THANKS TO
OUR HOST.

IS THIS
HOW WE
REPAY HIM,
BY BRAWLING
WITH HIS
SERVITORS?



THEY
STARTED
IT!!

AH WAS MINDIN'
MY OWN BUSINESS--
NOT MAKIN' ANY
TROUBLE OR
NOTHIN'--

--WHEN
THOSE
BOZOS
SLAMMED
ME!

PEACE, ROGUE.
PERHAPS AN ERROR
WAS MADE - ON
BOTH SIDES.

THIS IS, AFTER ALL,
MY COUNTRY. NO HARM
WILL EVER COME TO THOSE
WHO OBEY ITS LAWS.

HIGH
ABOVE...

...IN HER
TOWER...

...IS THE REASON
FOR THE X-MEN'S
PRESENCE HERE:

...THE TEAM'S YOUNGEST
MEMBER, KITTY PRYDE--
WATCHED OVER BY HER
PET DRAGON,
LOCKHEED.

SHE WAS GRIEVOUSLY
WOUNDED IN A FIERCE
BATTLE WITH A
BAND OF SUPER-
POWERED
MARAUDERS. *

*IN X-MEN #21--A.

LIKE HER FELLOW X-MEN, SHE
IS A MUTANT-- BORN WITH
INCREDIBLE PARA-HUMAN
ABILITIES. SHE CAN PHASE HER-
SELF THROUGH SOLID OBJECTS.

WORSE, HER CONDI-
TION IS PROGRESSIVE,
THE MOLECULES OF
HER BODY DRIFTING
FARTHER AND
FARTHER APART.

Dr. DOOM
OFFERED TO
SAVE ME.

UNFORTUNATELY,
NOW SHE CAN'T
TURN THAT
POWER OFF.

SHE'S EFFECTIVELY BE-
COME A LIVING GHOST.

I WANT
TO LIVE.

BUT NOT
AT ANY
PRICE.

I WON'T
LET THE
X-MEN
PLACE THEM-
SELVES IN
HIS DEBT
FOR ME!

SUMMONING--
FOCUSING-- HER
ENTIRE WILL...

...SHADOWCAT PHASES FREE FROM THE LIFE SUPPORT
CELL THAT'S BEEN KEEPING HER ALIVE.

THIS IS EASIER THAN I THOUGHT,
SHOULD HAVE TRIED IT LONG AGO.

WISH I COULD
SAY GOOD-BYE.

PROBABLY
BETTER
I DON'T.

KITTY--?!

THE BOY IS FRANKLIN
RICHARDS, AND HE ISN'T
REALLY HERE-- IN ANY
PHYSICAL SENSE--

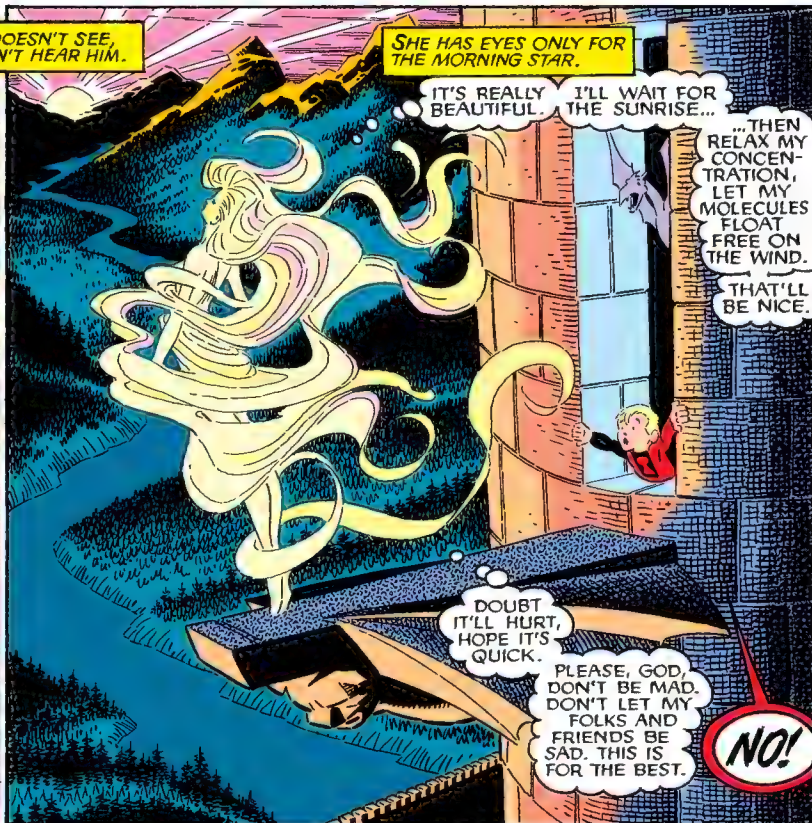
-- HIS BODY'S ASLEEP
AT HOME IN NEW
YORK. THIS IS A
PSYCHO-PROJECTION.

WHERE ARE YOU GOING?!

WHAT
ARE YOU
DOING?!!



SHE DOESN'T SEE,
DOESN'T HEAR HIM.



SHE HAS EYES ONLY FOR
THE MORNING STAR.

IT'S REALLY BEAUTIFUL. I'LL WAIT FOR
THE SUNRISE...

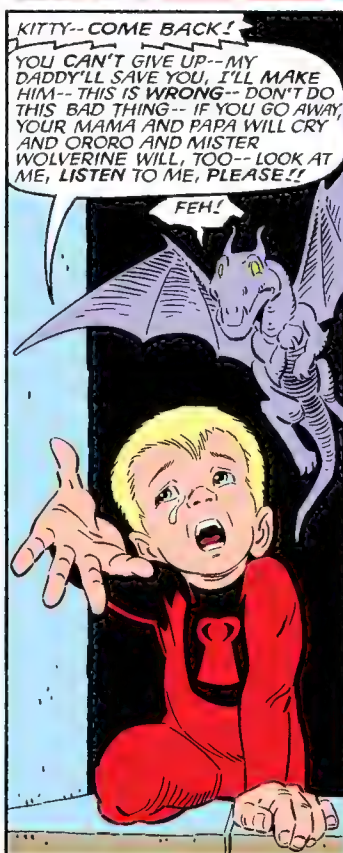
...THEN
RELAX MY
CONCENTRATION,
LET MY
MOLECULES
FLOAT
FREE ON
THE WIND.

THAT'LL
BE NICE.

DOUBT
IT'LL HURT,
HOPE IT'S
QUICK.

PLEASE, GOD,
DON'T BE MAD.
DON'T LET MY
FOLKS AND
FRIENDS BE
SAD. THIS IS
FOR THE BEST.

NO!



KITTY-- COME BACK!

YOU CAN'T GIVE UP-- MY
DADDY'LL SAVE YOU, I'LL MAKE
HIM-- THIS IS WRONG-- DON'T DO
THIS BAD THING-- IF YOU GO AWAY,
YOUR MAMA AND PAPA WILL CRY
AND ORORO AND MISTER
WOLVERINE WILL, TOO-- LOOK AT
ME, LISTEN TO ME, PLEASE!!

FEH!



ROAR!

WHAT THE DEVIL IS THAT--?!!

GLORY!?!

LOCKHEED!

PSYLOCKE,
PROJECT YOUR
THOUGHTS TO
KITTY'S ROOM,
FIND OUT
WHAT IS
WRONG!

EVERYONE--
UPSTAIRS,
AT ONCE!



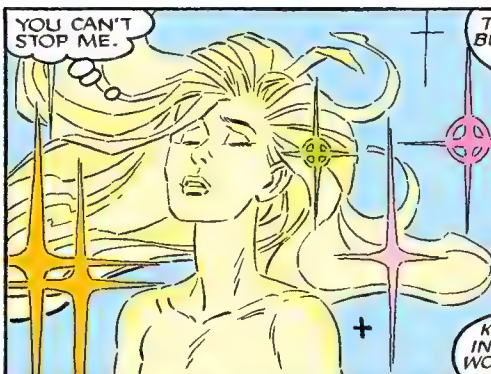
KITTY--CHILD--
WHAT--?!!

WHAT'S IT
LOOK LIKE,
PSYLOCKE?

C'MON,
GIMME A
BREAK.

GET OUT
OF MY
HEAD.

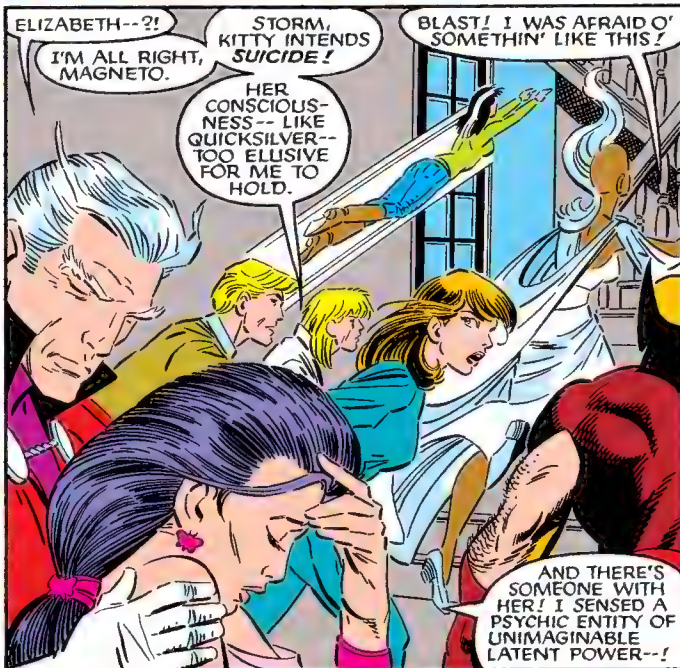
LEMME
ALONE.



YOU CAN'T
STOP ME.

THAT BEAUTIFUL
BUTTERFLY LADY
SOUNDS REALLY
UPSET.

KITTY ISN'T LISTEN-
ING TO HER, SHE
WON'T LET HER HELP!



ELIZABETH--?!
I'M ALL RIGHT,
MAGNETO.

STORM,
KITTY INTENDS
SUICIDE!

BLAST! I WAS AFRAID O'
SOMETHIN' LIKE THIS!

HER
CONSCIOUS-
NESS-- LIKE
QUICKSILVER--
TOO ELUSIVE
FOR ME TO
HOLD.

AND THERE'S
SOMEONE WITH
HER! I SENSED A
PSYCHIC ENTITY OF
UNIMAGINABLE
LATENT POWER--!



THERE'S NO ONE ELSE.

THE X-MEN TURNED TO REED RICHARDS
FIRST.
I HAVE TO SAVE HER!

BUT HE REFUSED.

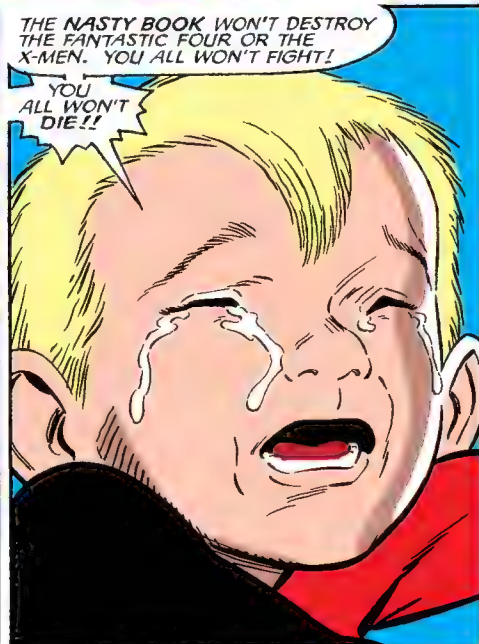
SHE'S SO FAR AWAY--
THIS LEDGE IS SO SMALL,
SO HIGH UP-- SUPPOSE
I SLIP?!

HE MUST HAVE HAD
A GOOD REASON.

BUT MR. FANTASTIC'S SAID
TO BE THE MOST BRILLIANT
MIND ON EARTH, ABLE TO
SOLVE ANY PROBLEM.
WHAT MADE MINE SO
SPECIAL?

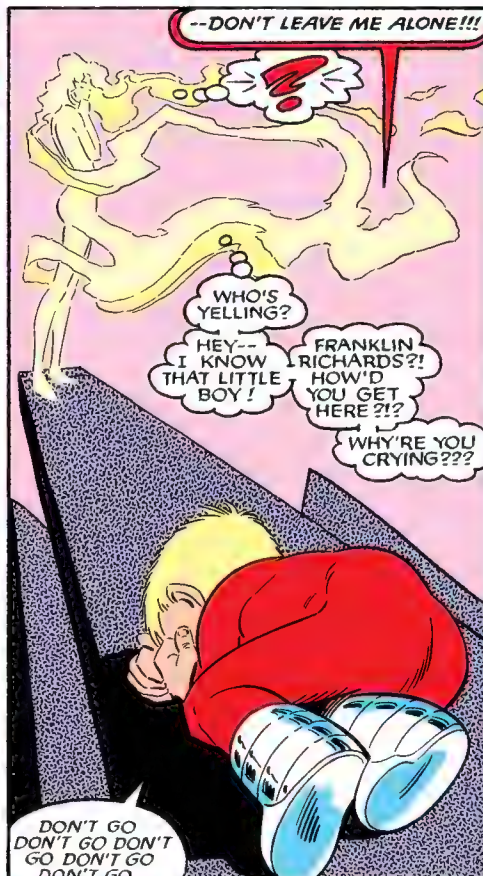
WHY DOES
DR. DOOM HAVE
TO BE MY ONLY
HOPE?!

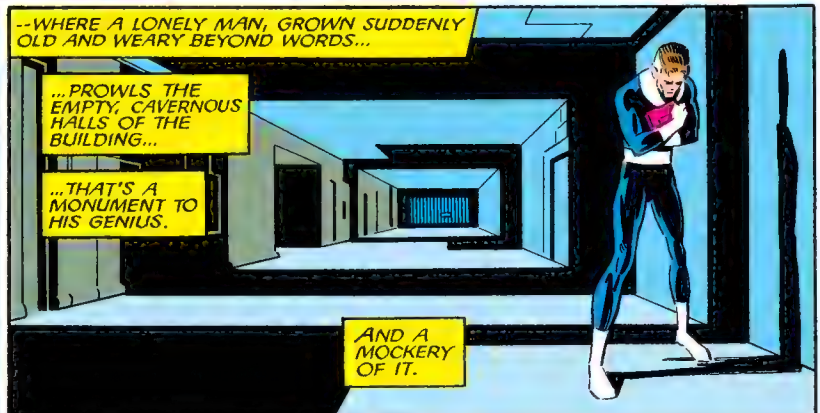
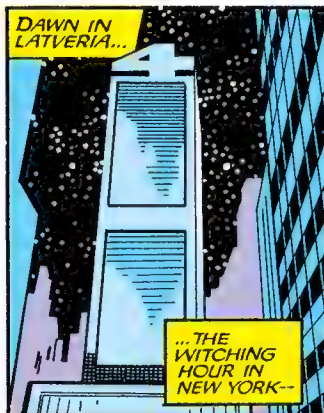
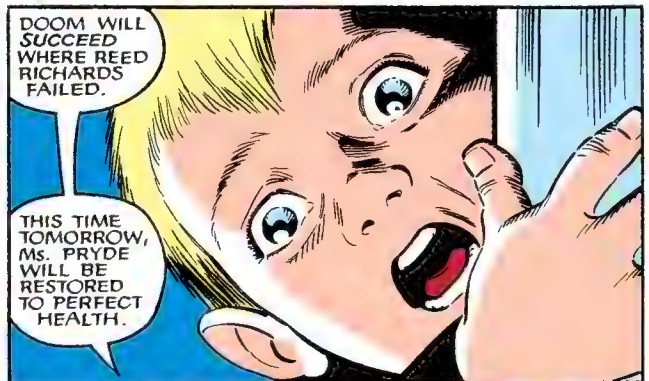
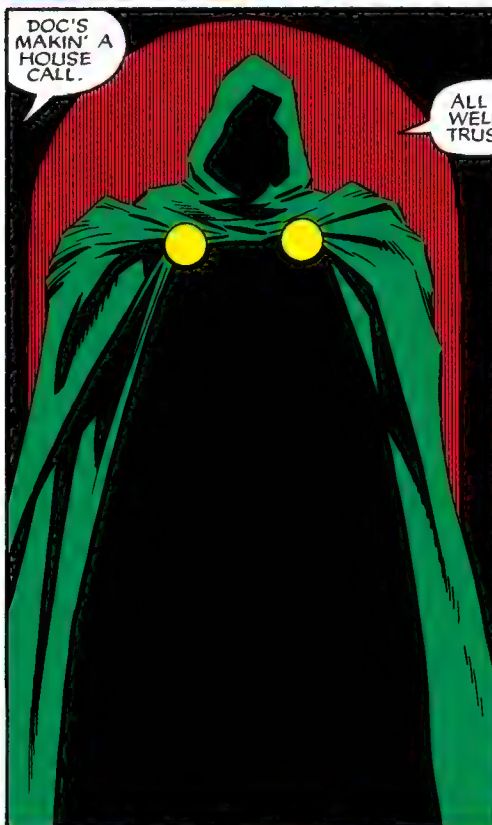
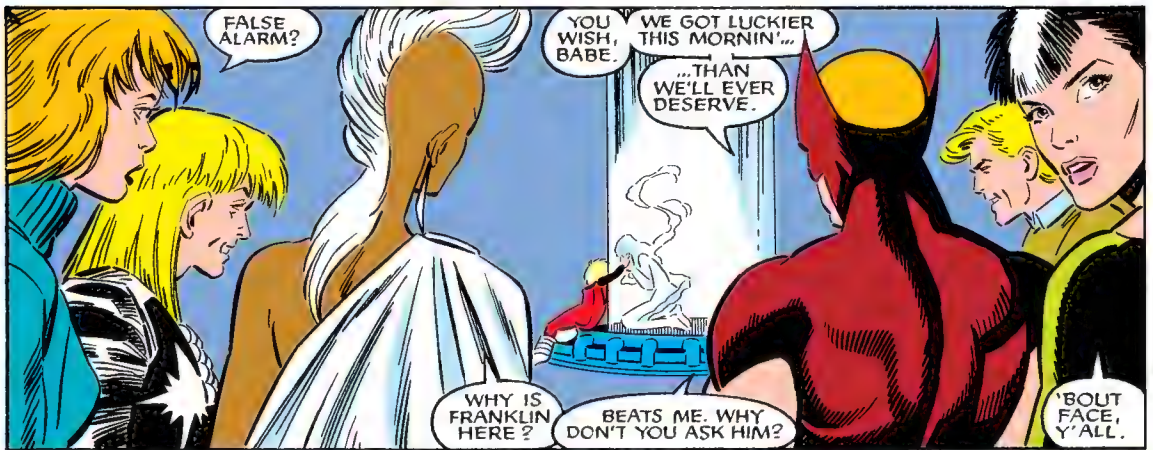
KITTY! TURN AROUND-- TAKE MY HAND--
EV'RYTHING'LL BE OKAY, I PROMISE--
YOU'LL GET BETTER AN' YOU'LL BE HAPPY--
AN' THE X-MEN'LL BE HAPPY AN' MY MAMA
AN' PAPA'LL BE HAPPY-- AND THE SPECIAL
DREAM I HAD WON'T COME TRUE!

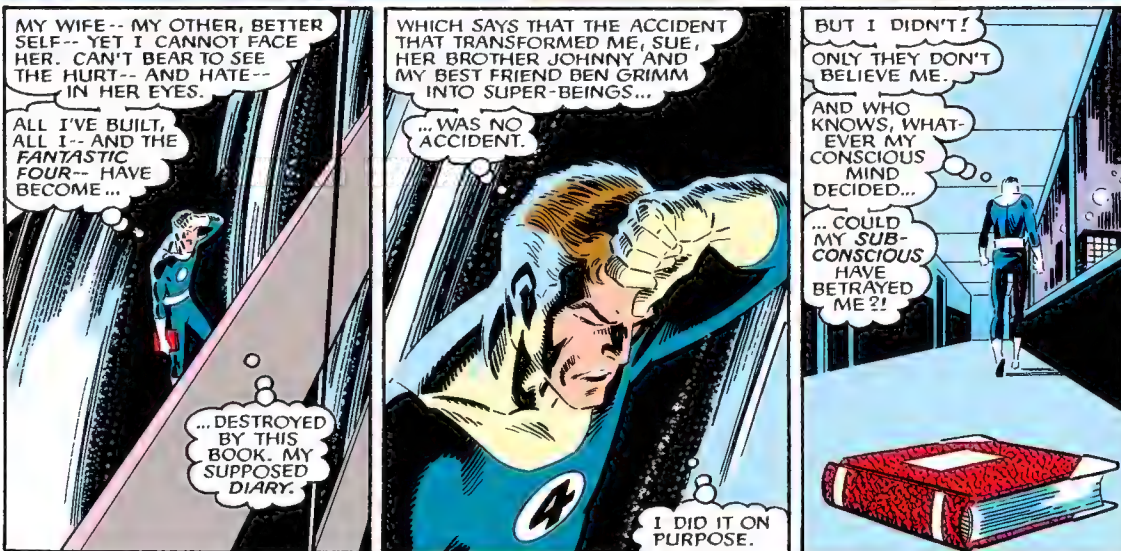
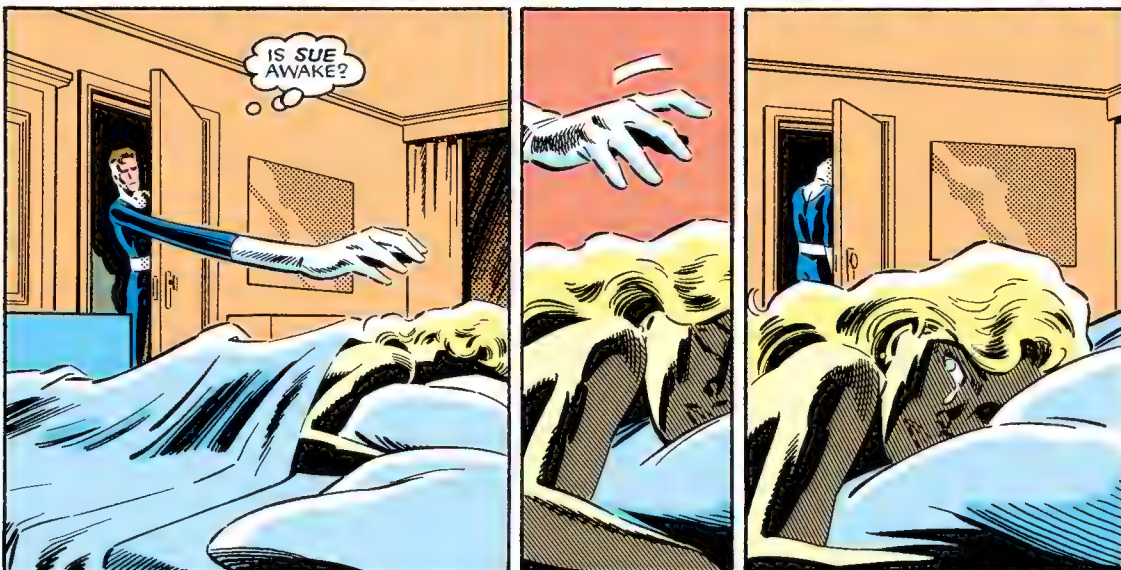
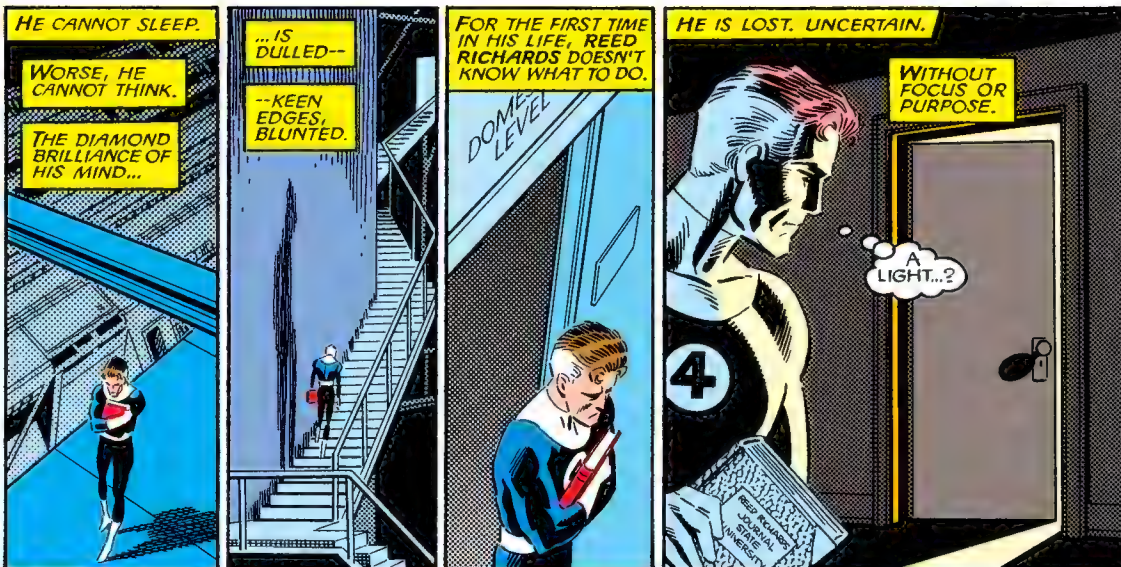


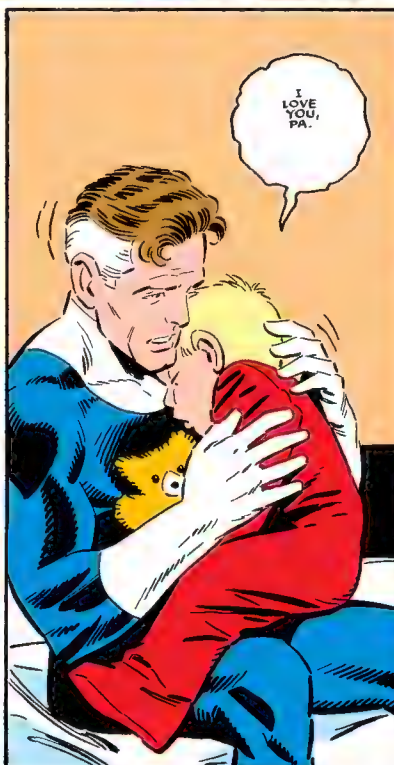
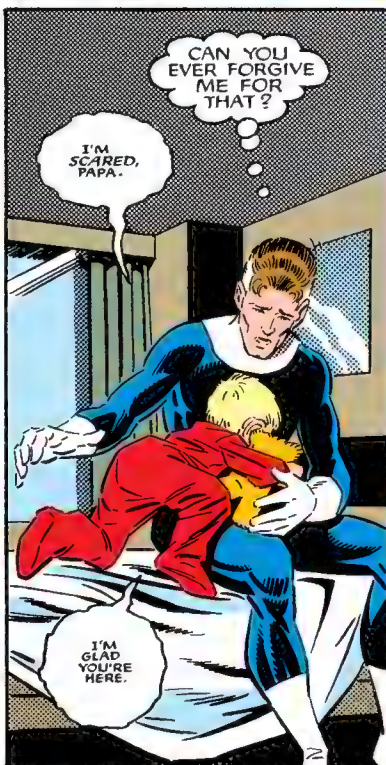
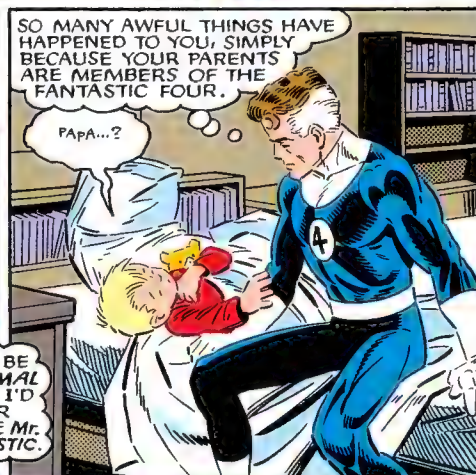
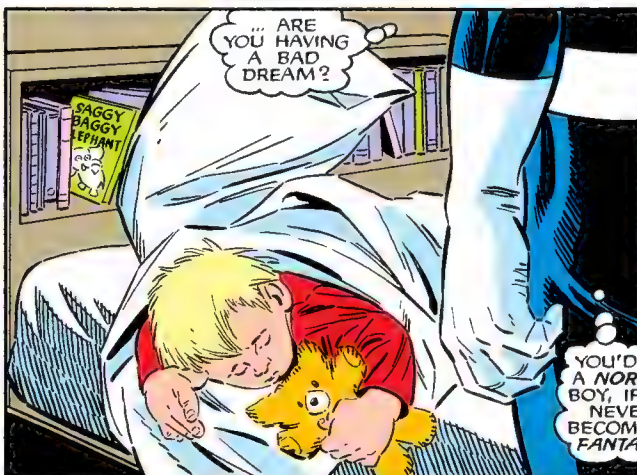
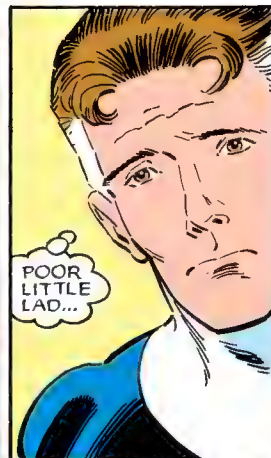
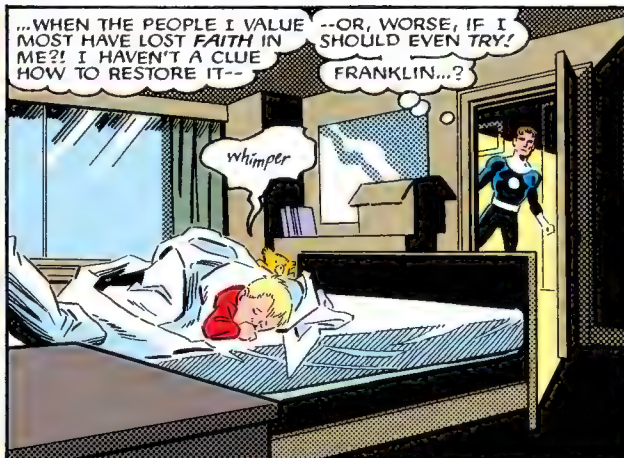
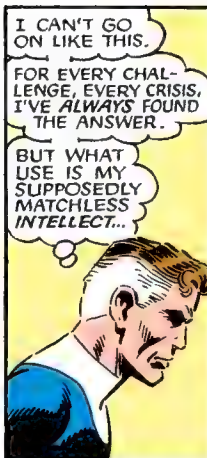
THE NASTY BOOK WON'T DESTROY
THE FANTASTIC FOUR OR THE
X-MEN. YOU ALL WON'T FIGHT!

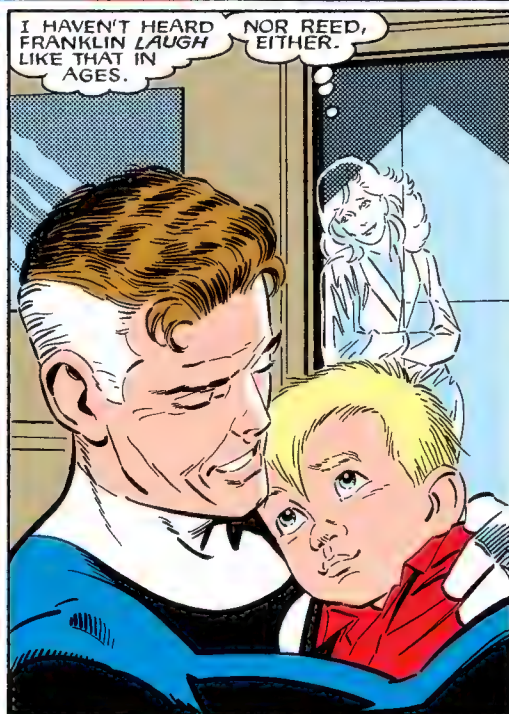
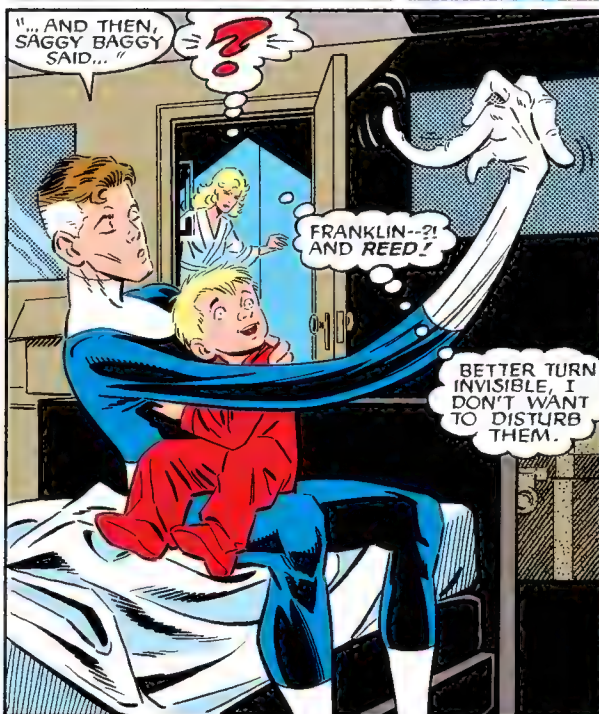
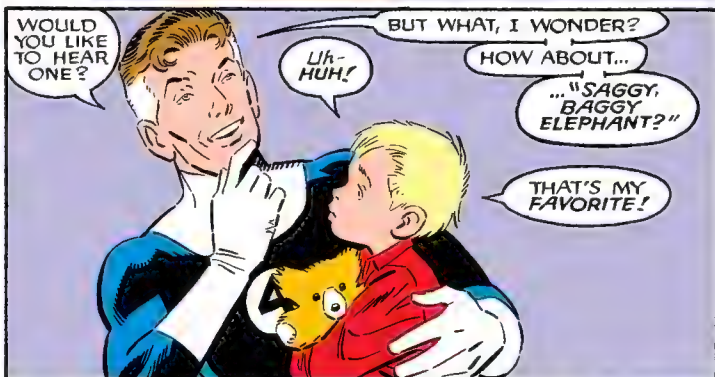
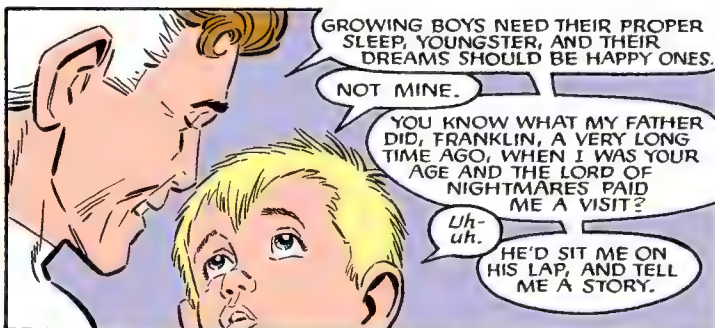
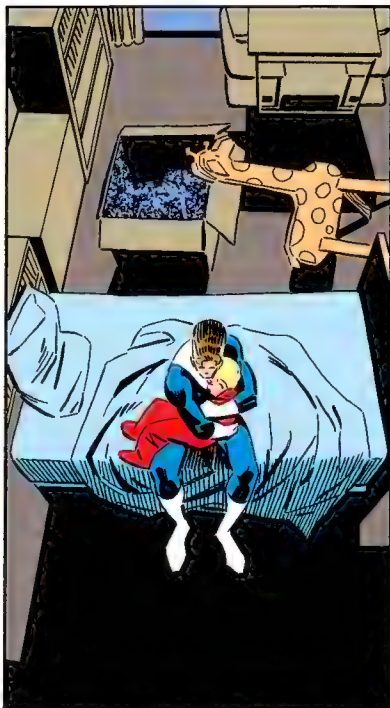
YOU
ALL WON'T
DIE!!

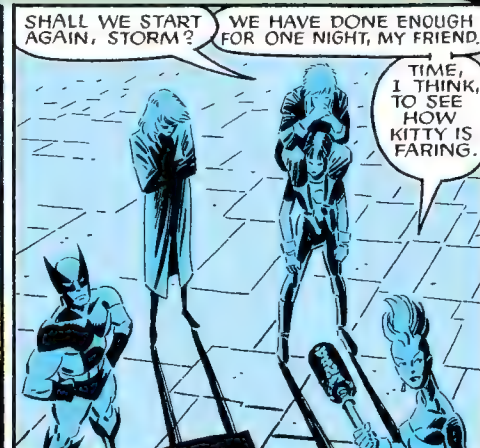
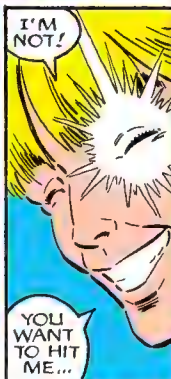
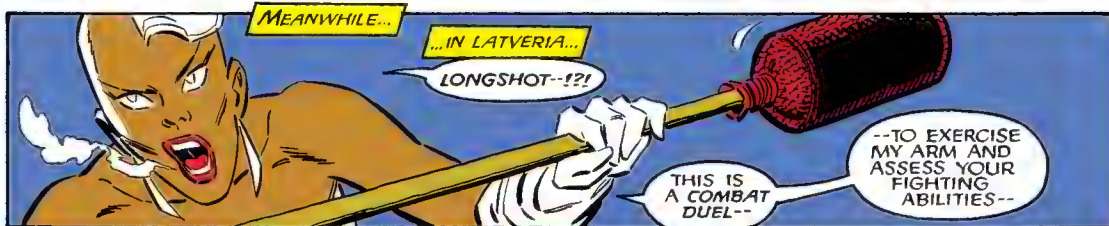


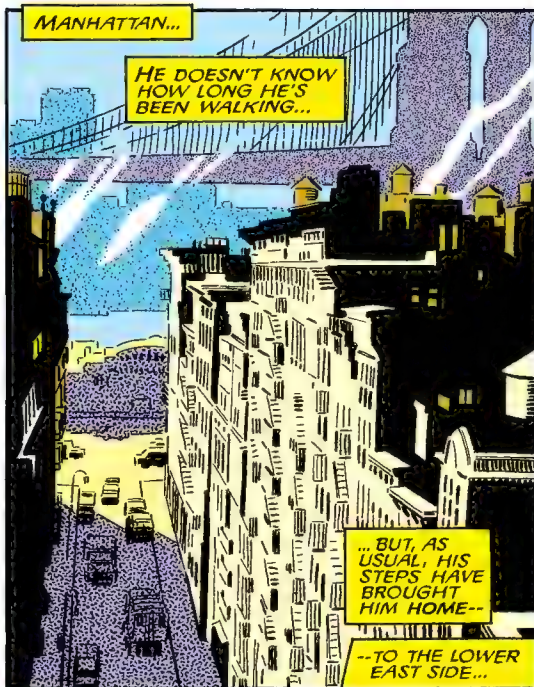










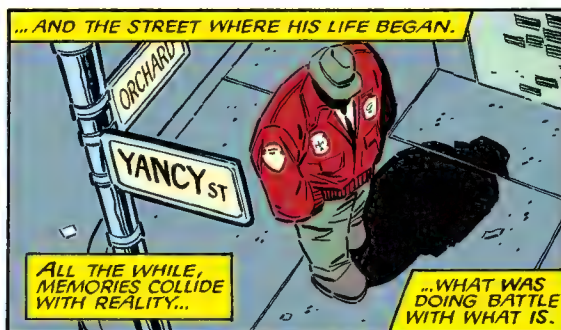


MANHATTAN...

HE DOESN'T KNOW
HOW LONG HE'S
BEEN WALKING...

... BUT, AS
USUAL, HIS
STEPS HAVE
BROUGHT
HIM HOME--

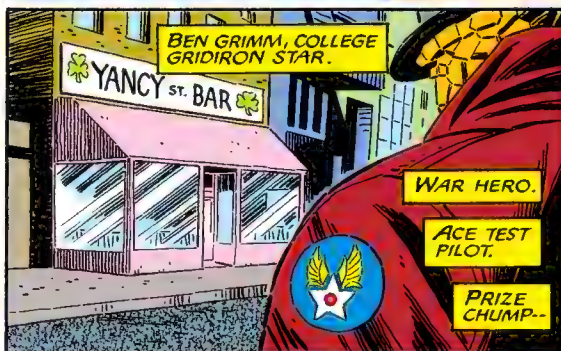
--TO THE LOWER
EAST SIDE...



... AND THE STREET WHERE HIS LIFE BEGAN.

ALL THE WHILE,
MEMORIES COLLIDE
WITH REALITY...

...WHAT WAS
DOING BATTLE
WITH WHAT IS.

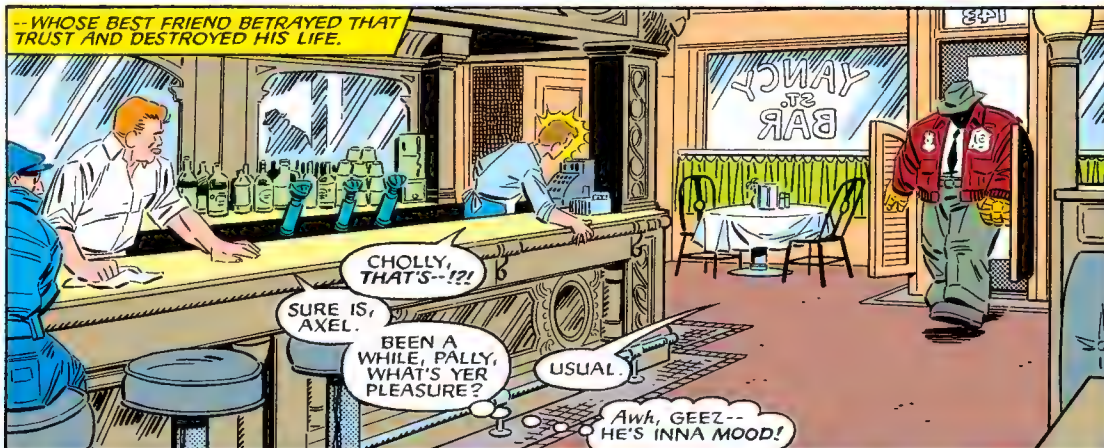


BEN GRIMM, COLLEGE
GRIDIRON STAR.

WAR HERO.

ACE TEST
PILOT.

PRIZE
CHUMP--



-- WHOSE BEST FRIEND BETRAYED THAT
TRUST AND DESTROYED HIS LIFE.

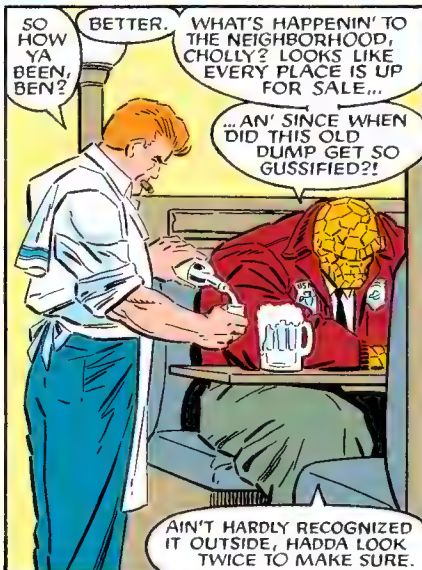
CHOLLY,
THAT'S--!?!?

SURE IS,
AXEL.

BEEN A
WHILE, PALLY,
WHAT'S YER
PLEASURE?

USUAL.

Awh, GEEZ--
HE'S INNA MOOD!



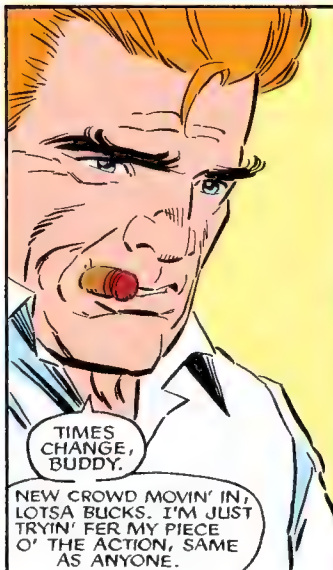
SO
HOW
YA
BEEN,
BEN?

BETTER.

WHAT'S HAPPENIN' TO
THE NEIGHBORHOOD,
CHOLLY? LOOKS LIKE
EVERY PLACE IS UP
FOR SALE...

..AN' SINCE WHEN
DID THIS OLD
DUMP GET SO
GUSSIFIED?!

AIN'T HARDLY RECOGNIZED
IT OUTSIDE, HADDA LOOK
TWICE TO MAKE SURE.



TIMES
CHANGE,
BUDDY.

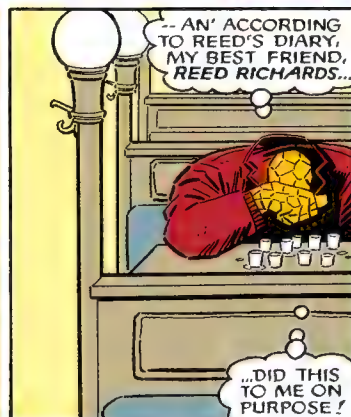
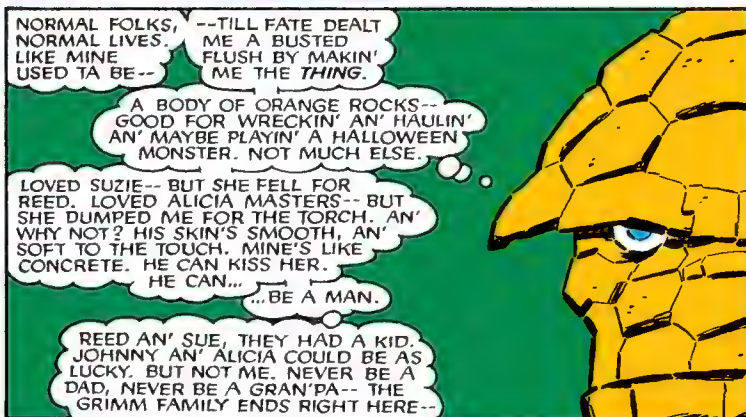
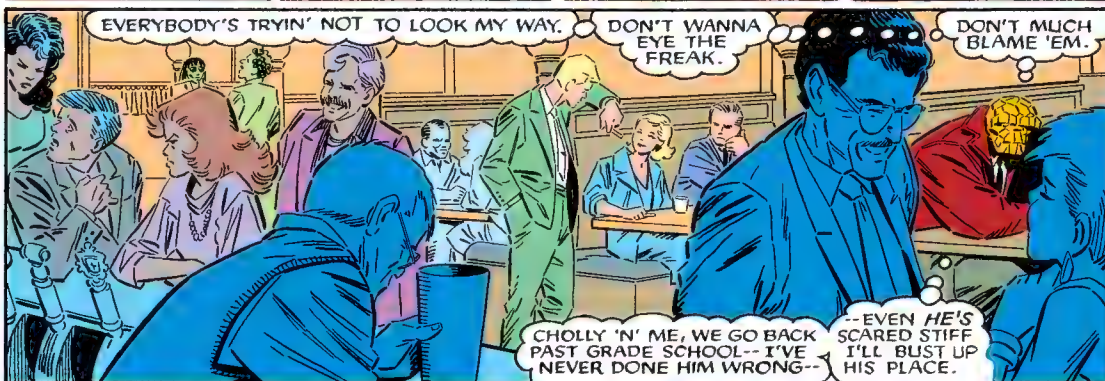
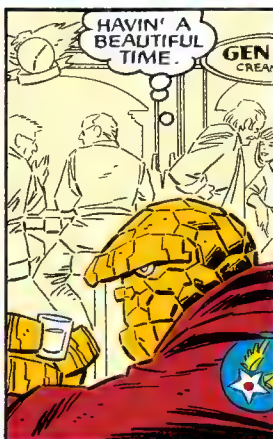
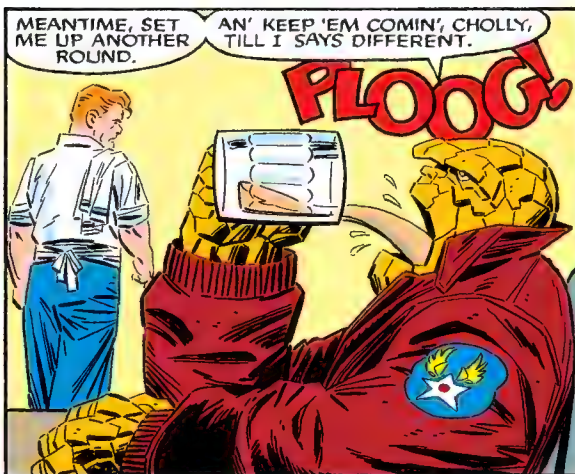
NEW CROWD MOVIN' IN,
LOTSA BUCKS. I'M JUST
TRYIN' FER MY PIECE
O' THE ACTION, SAME
AS ANYONE.

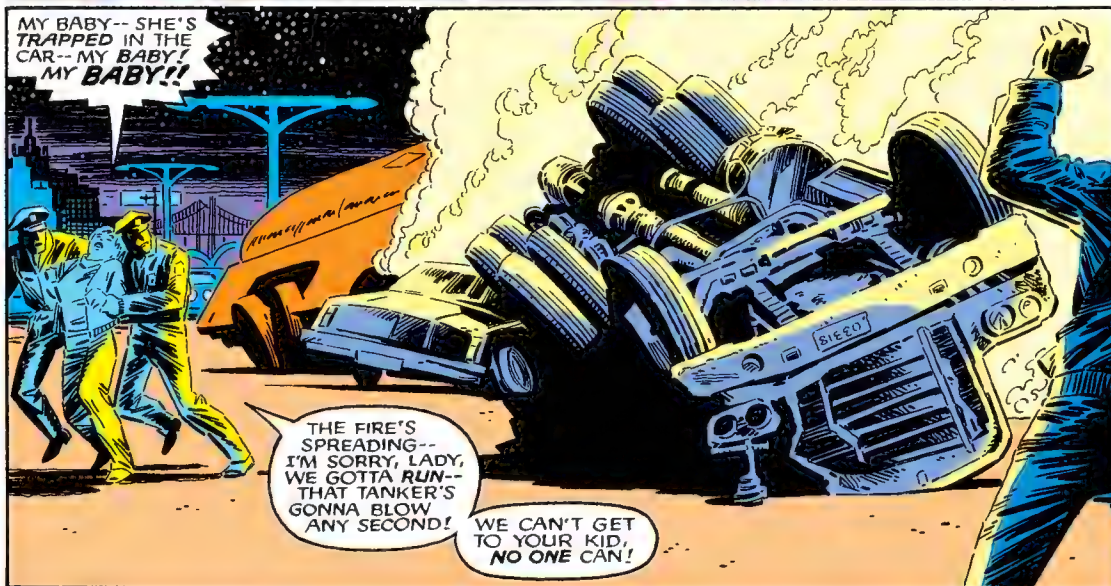
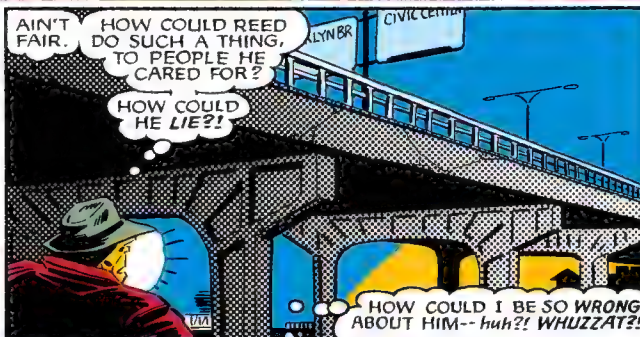
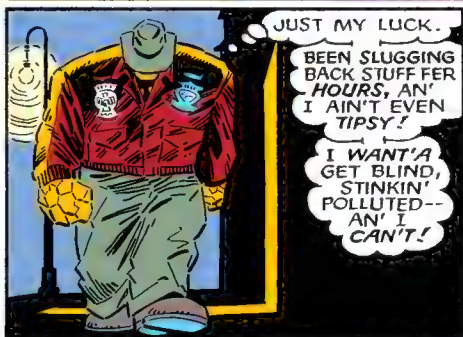
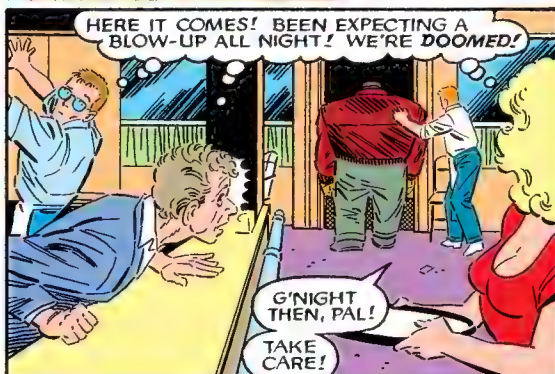


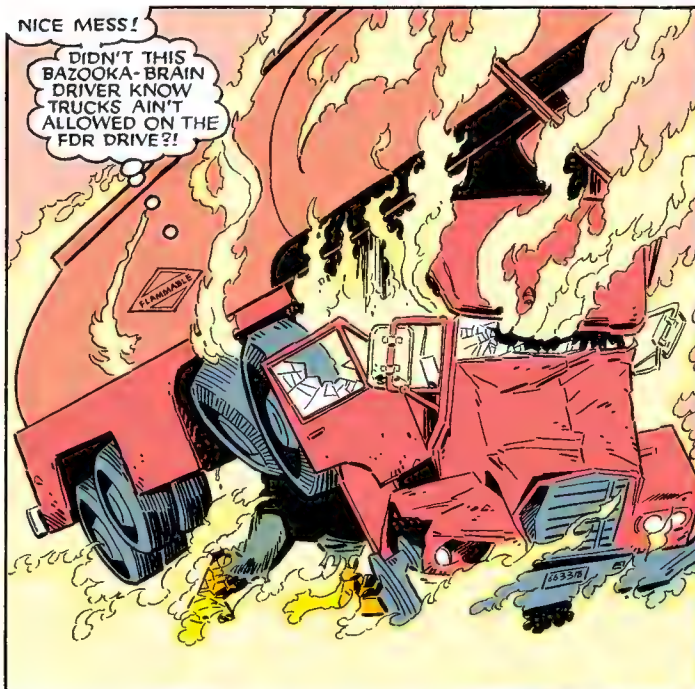
DON'T SEEM
RIGHT, CHOLLY.

NOTHIN'S
THE WAY I
REMEMBER
IT.

NOTHIN'
EVER IS.







NICE MESS!

DIDN'T THIS
BAZOOKA-BRAIN
DRIVER KNOW
TRUCKS AIN'T
ALLOWED ON THE
FDR DRIVE?!

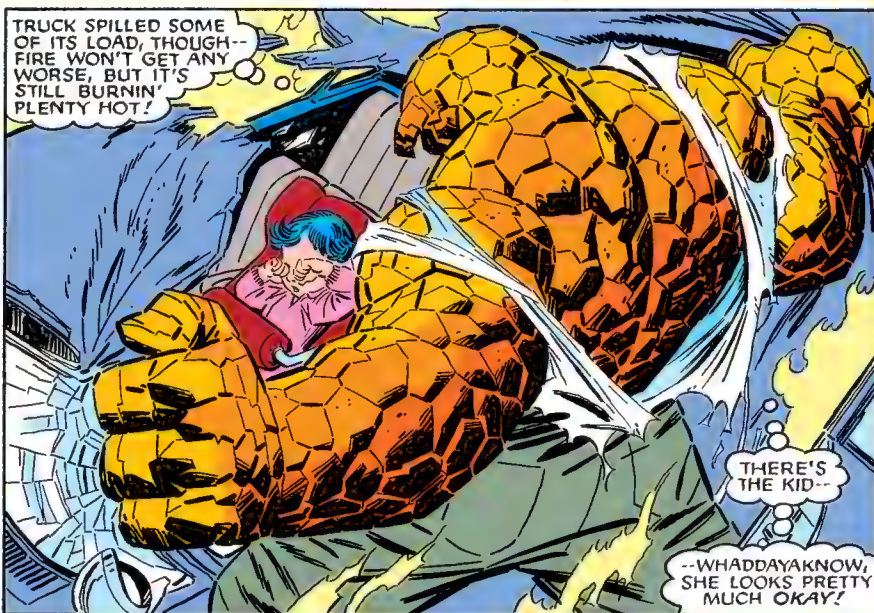


AIN'T THE TIME OR PLACE
FOR ANYTHING FANCY.

EAST RIVER'S
RIGHT NEXT
DOOR.



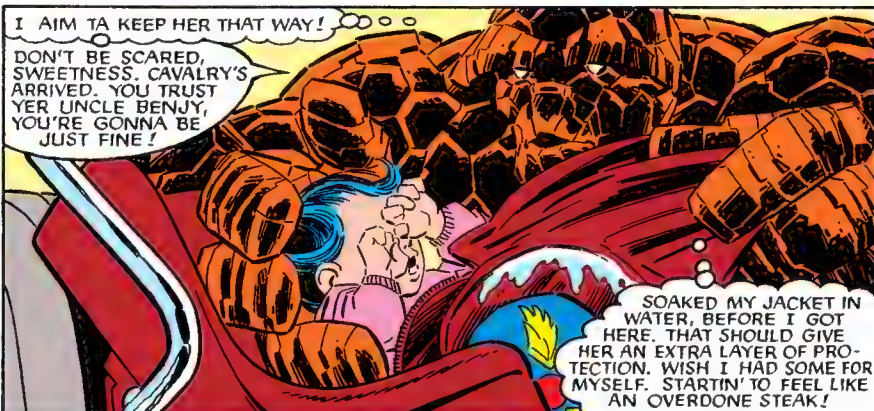
BEST PLACE
FOR THE
WRECK?



TRUCK SPILLED SOME
OF ITS LOAD, THOUGH--
FIRE WON'T GET ANY
WORSE, BUT IT'S
STILL BURNIN'
PLENTY HOT!

THERE'S
THE KID--

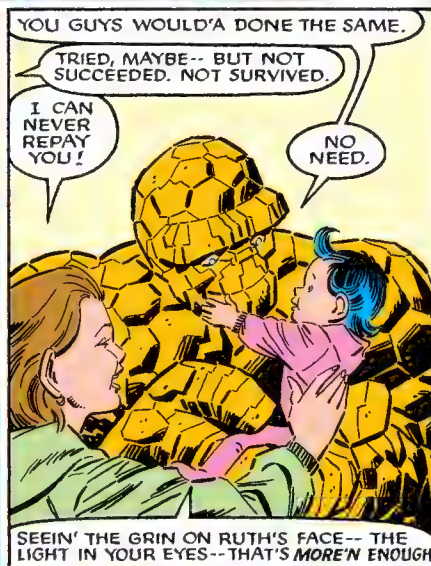
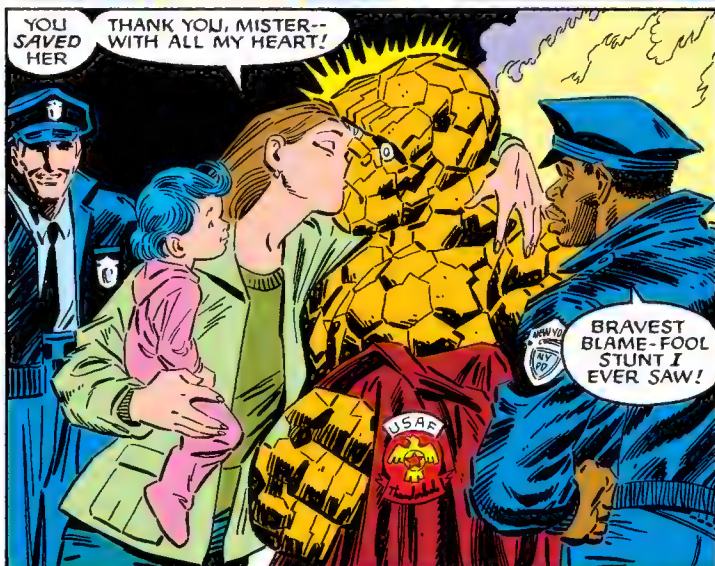
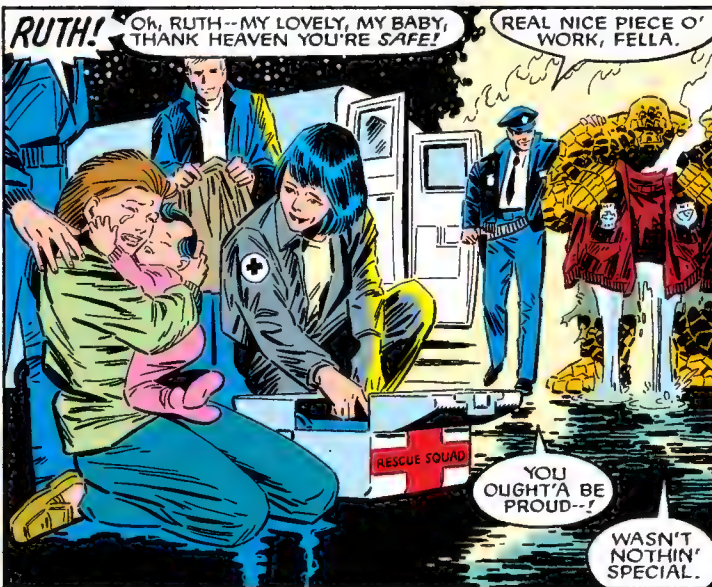
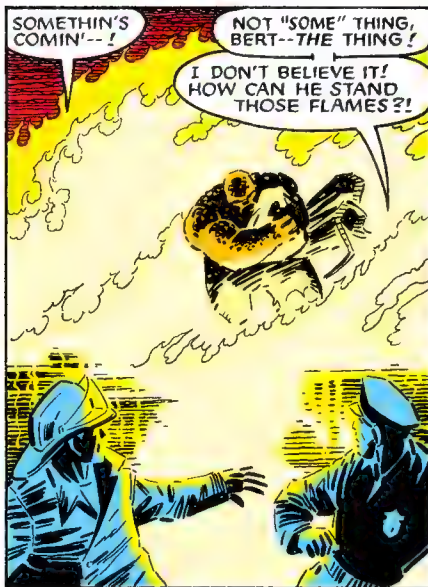
--WHADDAYAKNOW,
SHE LOOKS PRETTY
MUCH OKAY!



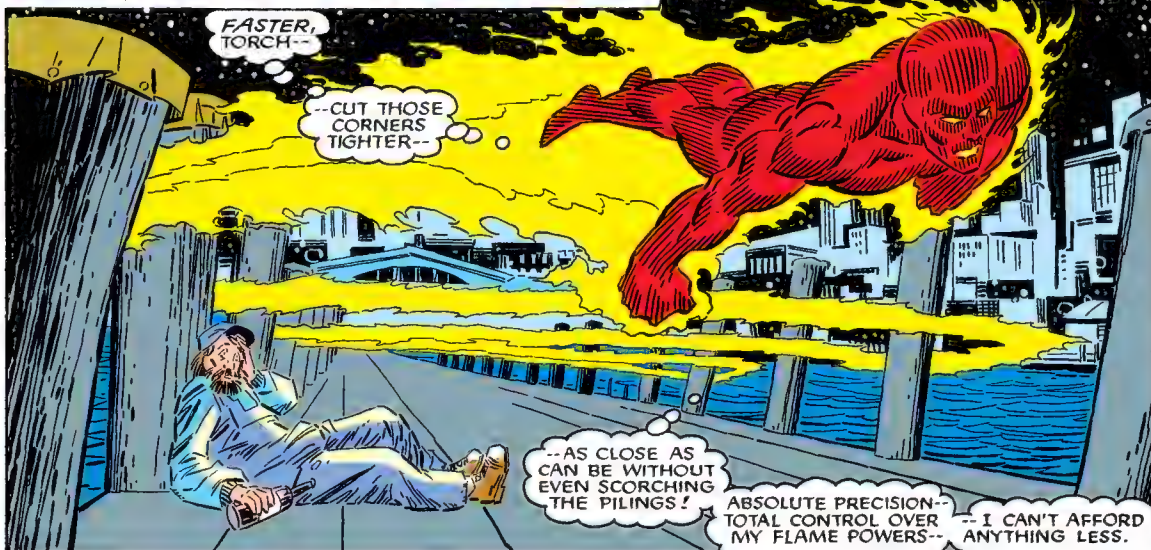
I AIM TA KEEP HER THAT WAY!

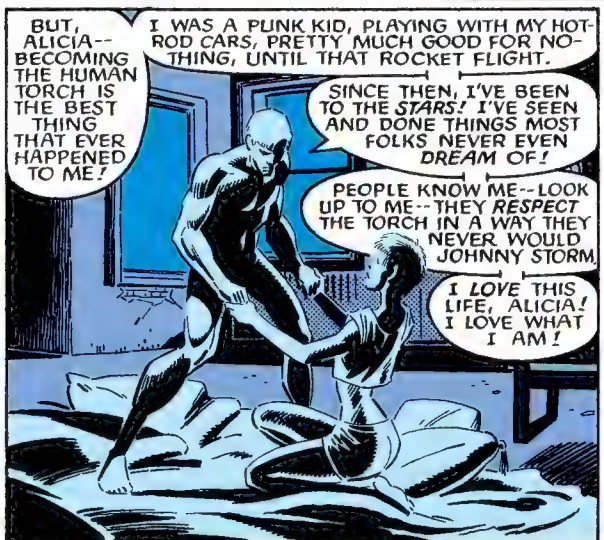
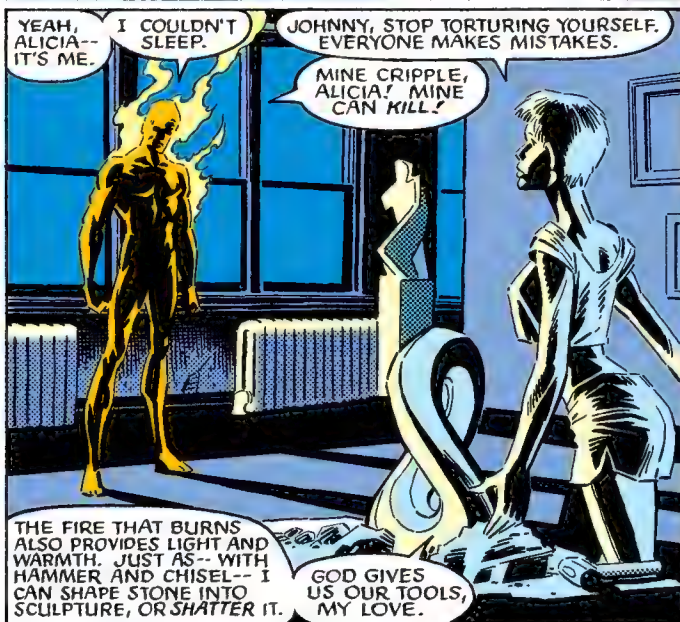
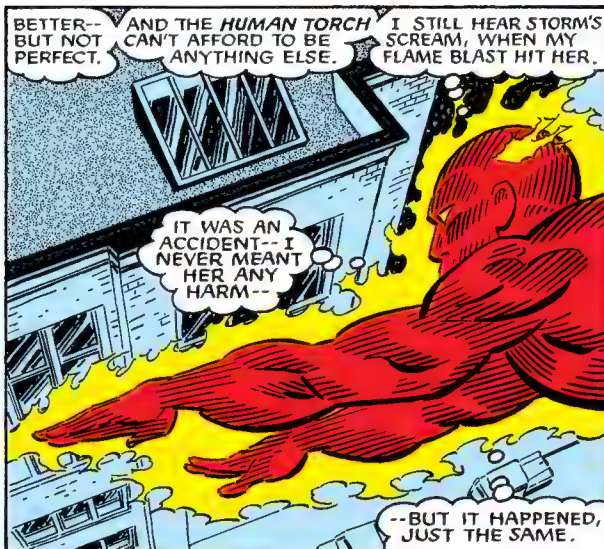
DON'T BE SCARED,
SWEETNESS. CAVALRY'S
ARRIVED. YOU TRUST
YER UNCLE BENJY,
YOU'RE GONNA BE
JUST FINE!

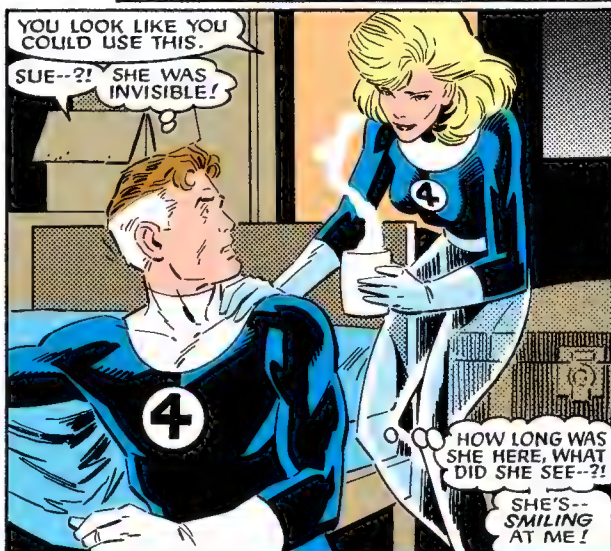
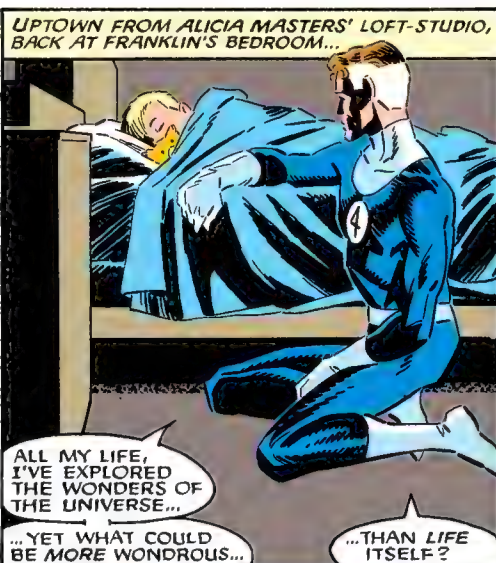
SOAKED MY JACKET IN
WATER, BEFORE I GOT
HERE. THAT SHOULD GIVE
HER AN EXTRA LAYER OF PRO-
TECTION. WISH I HAD SOME FOR
MYSELF. STARTIN' TO FEEL LIKE
AN OVERDONE STEAK!



MEANWHILE, ACROSS TOWN, AT A DERELICT HUDSON RIVER PIER...







LATVERIA...

ONCE THE PROCESS IS COMPLETE, I CAN BEGIN RE-INTEGRATION.

IS THIS DEVICE NOT A WONDER OF WONDERS, X-MEN--

THIS INITIAL STAGE IS THE MOST TIME-CONSUMING.

COMPU-SCANALYSIS MUST ISOLATE AND MARK THE COMPONENT MOLECULES OF SHADOWCAT'S BODY-- DIFFERENTIATING AND SEPARATING THEM FROM ANY FOREIGN ELEMENT, SUCH AS HER CLOTHES.

--THE PRODUCT OF DOOM'S GENIUS, IMPROVING ON RICHARDS' ORIGINAL CONCEPTION AS ONLY DOOM CAN, ACTUALIZING ALL ITS INHERENT POTENTIAL ALONG PATHWAYS THAT RICHARDS, THE FOOL, QUITE NATURALLY OVERLOOKED?!

PSYLOCKE-- THE CHILD'S STATUS?!

PHYSICAL DETERIORATION CONTINUING, AS EXPECTED. MY TELEPATHIC POWERS ARE HELPING MAINTAIN HER PSYCHIC COHESION-- KEEPING HER MIND AND PERSONALITY INTACT. BUT I CANNOT DO SO MUCH LONGER.

"DO NOT WORRY," DOOM REPLIES, WITH A CONFIDENCE NONE OF THE X-MEN SHARES. "LONG BEFORE THAT CRITICAL JUNCTURE IS REACHED, I WILL HAVE SAVED HER!"

THINKING?

ABOUT?

ALWAYS.

SHADOWCAT.

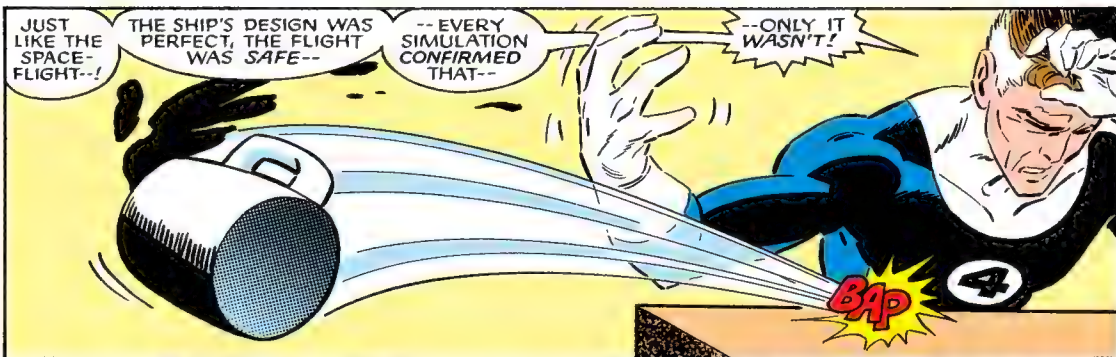
MAGNETO WAS RIGHT--THE MOLECULAR RE-INTEGRATOR APPLIES PERFECTLY TO HER PREDICAMENT.

YET I HESITATED. I COULDN'T BRING MYSELF TO USE IT.

AND YOU DON'T KNOW WHY.

THE FUNDAMENTAL PRINCIPALS AND DESIGN ARE SOUND, OF THAT I'M CERTAIN. ASSUMING A FLAW EXISTS, IT MUST THEREFORE BE IN THE REALIZATION OF THAT DESIGN.

YET-- ALL MY CHECKS, ALL THE TESTS, INDICATED NO FAULT!

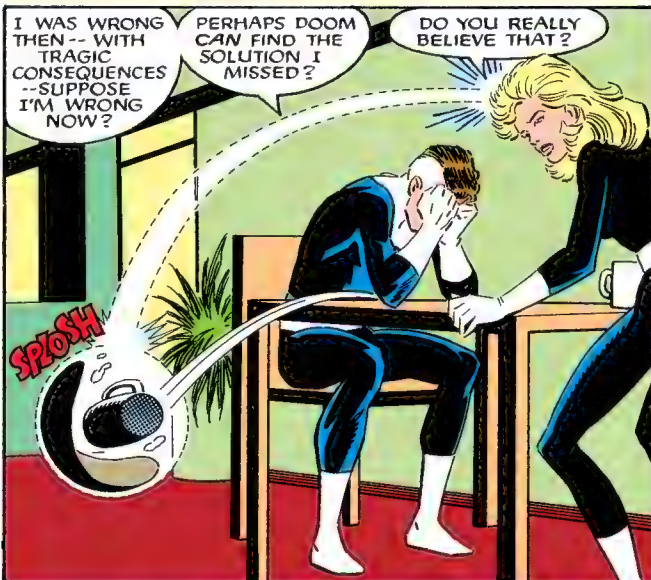


JUST LIKE THE SPACE FLIGHT--!

THE SHIP'S DESIGN WAS PERFECT, THE FLIGHT WAS SAFE--

-- EVERY SIMULATION CONFIRMED THAT--

-- ONLY IT WASN'T!



I WAS WRONG THEN-- WITH TRAGIC CONSEQUENCES --SUPPOSE I'M WRONG NOW?

PERHAPS DOOM CAN FIND THE SOLUTION I MISSED?

DO YOU REALLY BELIEVE THAT?

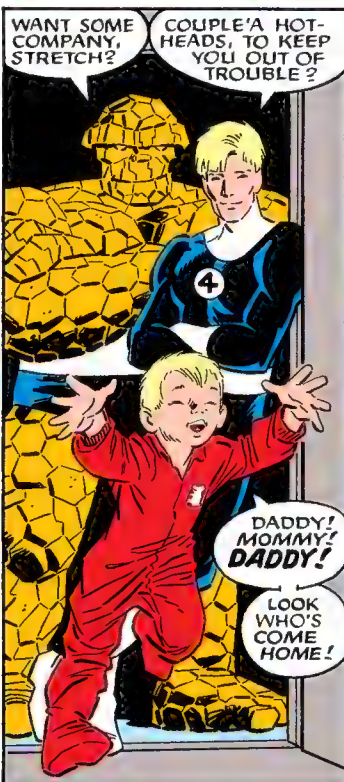


I DON'T KNOW.

I-- I'M STILL LOST. INSIDE, WHERE IT MATTERS. DOUBT MAY BE GONE FROM YOUR MIND, SUE, BUT NOT FROM MINE. THE ONLY WAY I CAN FIND MYSELF...

...IS TO CONFRONT MY FEARS, MY... MISTAKES. THAT MEANS GOING TO LATVERIA...

...AND DOING WHAT I CAN TO SAVE SHADOWCAT.

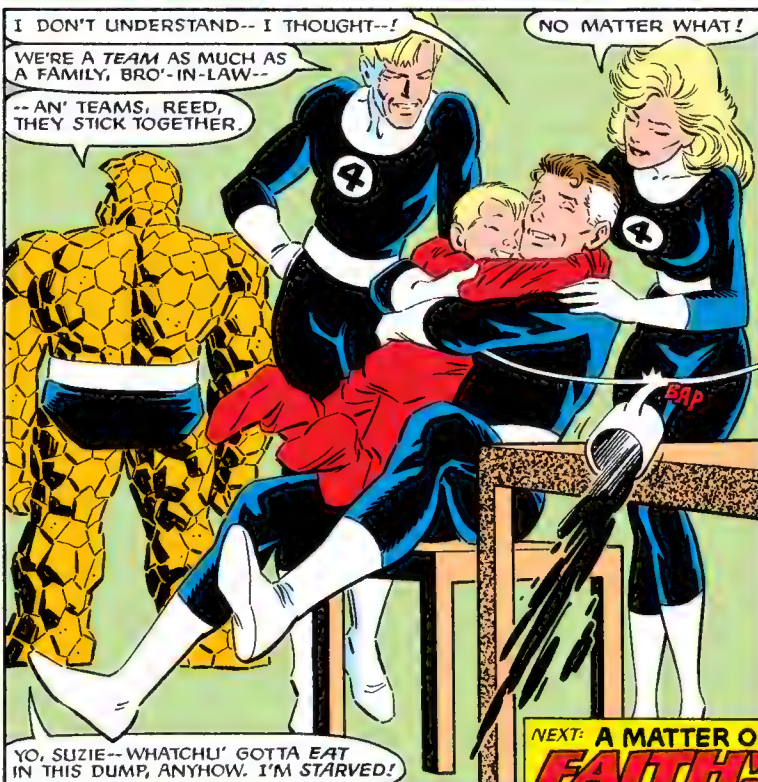


WANT SOME COMPANY, STRETCH?

COUPLE'A HOT-HEADS, TO KEEP YOU OUT OF TROUBLE?

DADDY! MOMMY! DADDY!

LOOK WHO'S COME HOME!



I DON'T UNDERSTAND-- I THOUGHT--!

NO MATTER WHAT!

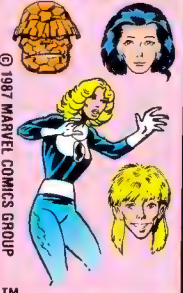
WE'RE A TEAM AS MUCH AS A FAMILY, BRO'-IN-LAW--

-- AN' TEAMS, REED, THEY STICK TOGETHER.

YO, SUZIE-- WHATCHU' GOTTA EAT IN THIS DUMP, ANYHOW. I'M STARVED!

NEXT: A MATTER OF **FAITH!**

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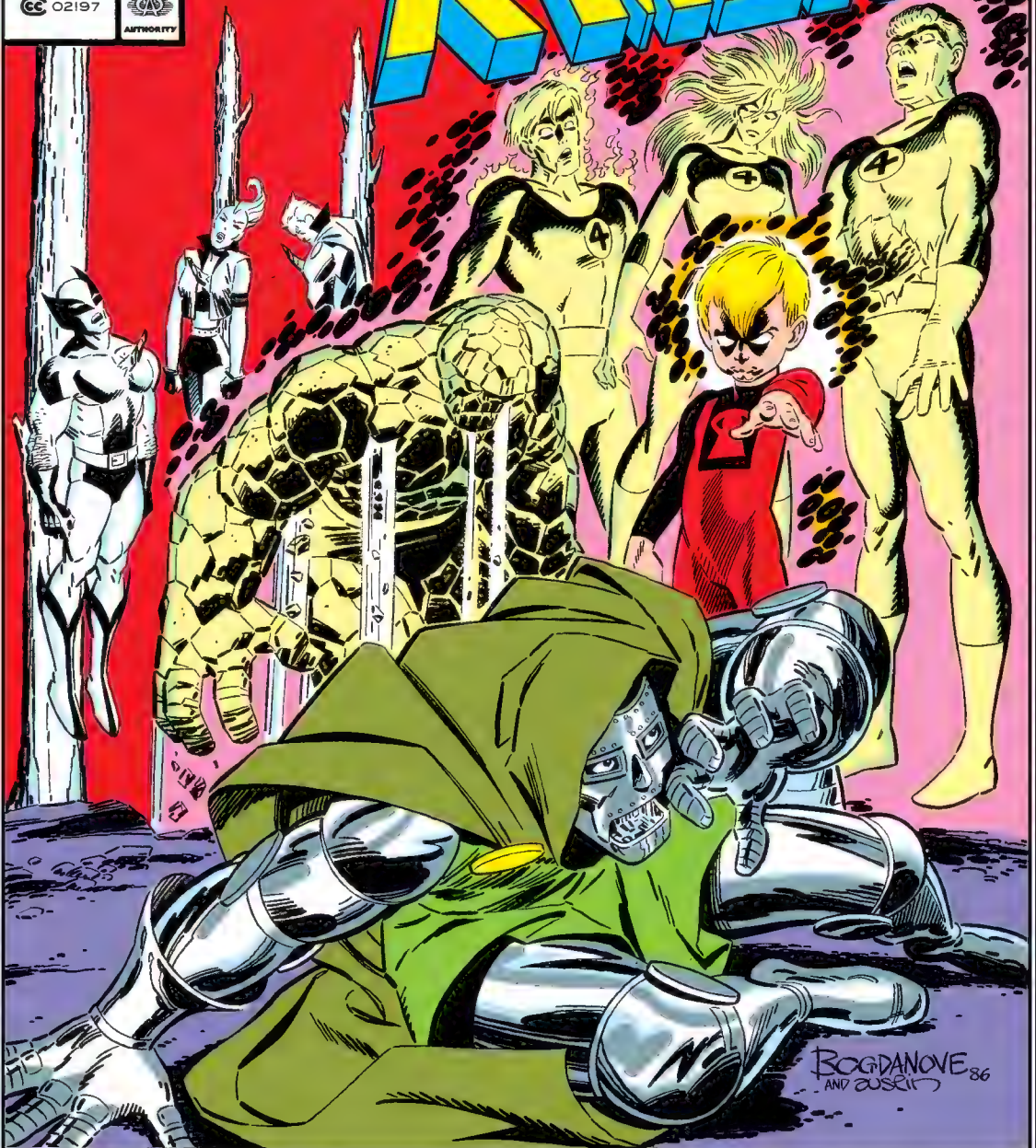


#4 IN A FOUR-ISSUE LIMITED SERIES

FANTASTIC FOUR

VERSUS THE

X-MEN®



BOGDANOV
AND AUSTIN '86

STAN LEE
PRESENTS...

A MATTER OF FAITH

♪ "I am fourteen,
going on fifteen,
old as I'm gonna get..."

APOLOGIES
TO YOU, MR.
HAMMERSTEIN, FOR
PLAYING WITH YOUR
WORDS.

IT'S THAT
KIND OF
MOOD.

THAT
KIND OF
DAY.

MAYBE
MY LAST.

KIDS MY AGE
AREN'T SUPPOSED TO
THINK ABOUT DEATH.

THE WORLD FOR US IS
SUPPOSED TO BE FULL OF
PROMISE AND INFINITE
POSSIBILITIES.

BUT HERE I AM, ONE
STEP AWAY FROM THE
GREAT BEYOND.

I'M KATHERINE PRYDE--
THOUGH PRETTY NEAR
EVERYONE CALLS ME "KITTY."

I HAVE ANOTHER NAME:
SHADOWCAT.

THAT'S BECAUSE I'M A
MUTANT-- BORN WITH THE
PARA-HUMAN ABILITY TO
PHASE MY BODY THROUGH
SOLID OBJECTS. TROUBLE
IS, THAT POWER'S OUT OF
CONTROL, TURNING ME
INTO A LIVING GHOST.

BY TOMORROW,
I FIGURE, I'LL
BE GONE.

CHRIS
CLAREMONT
WRITER

JON
BOGDANOV
PENCILER

TERRY
AUSTIN
INKER

GLYNIS
OLIVER
COLORIST

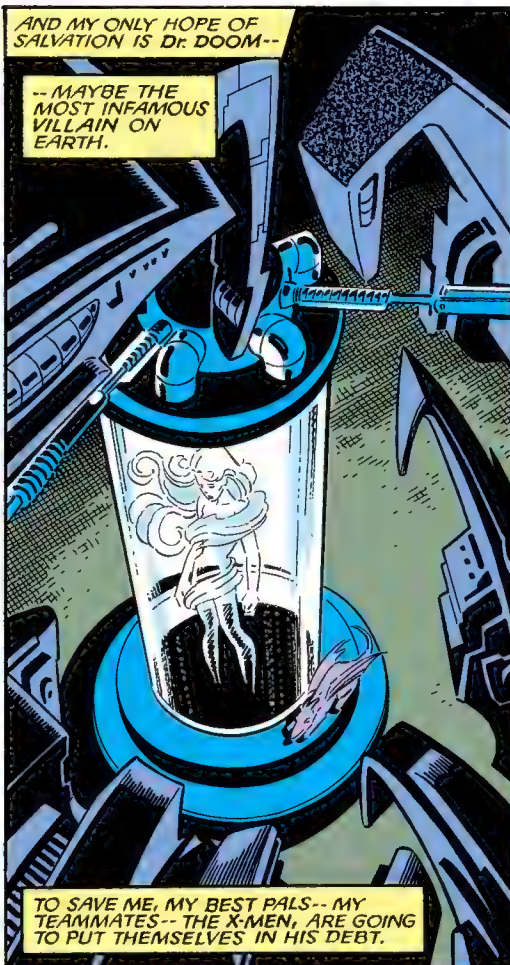
TOM
ORZECOWSKI
LETTERER

ANN
NOCENTI
EDITOR

JIM
SHOOTER
EDITOR IN CHIEF

AND MY ONLY HOPE OF SALVATION IS DR. DOOM--

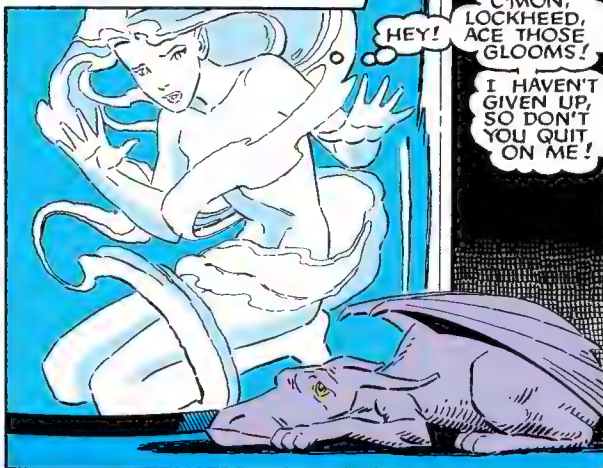
-- MAYBE THE MOST INFAMOUS VILLAIN ON EARTH.



TO SAVE ME, MY BEST PALS-- MY TEAMMATES-- THE X-MEN, ARE GOING TO PUT THEMSELVES IN HIS DEBT.

WE'RE THE GOOD GUYS-- PEOPLE CALL US "SUPER HEROES"-- OUR JOB'S PUTTING CREEPS LIKE DOOM OUT OF BUSINESS...

...NOT TURNING TO HIM FOR HELP.



HEY!

C'MON, LOCKHEED, ACE THOSE GLOOMS!

I HAVEN'T GIVEN UP, SO DON'T YOU QUIT ON ME!

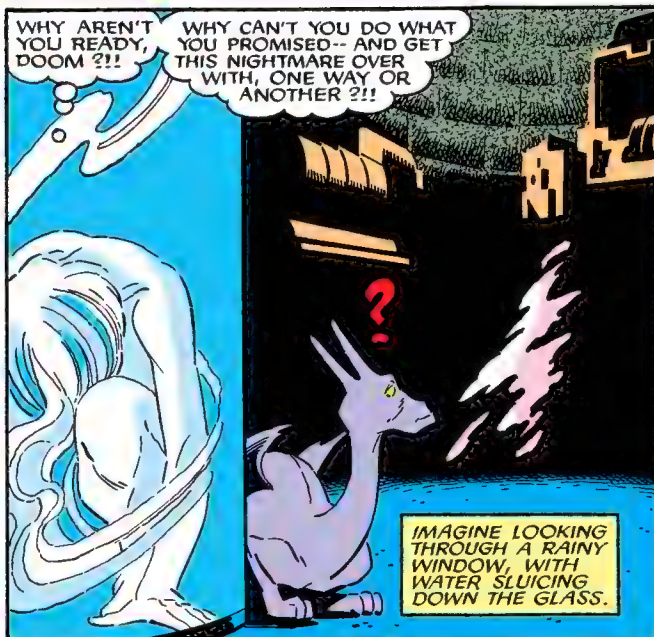


HE CAN'T HEAR--

-- BECAUSE I'M SO FAR OUT OF SYNC WITH REALITY I CAN'T TALK!

WHY IS THIS TAKING SO LONG ?!

WHY AREN'T YOU READY, DOOM ?!!
WHY CAN'T YOU DO WHAT YOU PROMISED-- AND GET THIS NIGHTMARE OVER WITH, ONE WAY OR ANOTHER ?!!



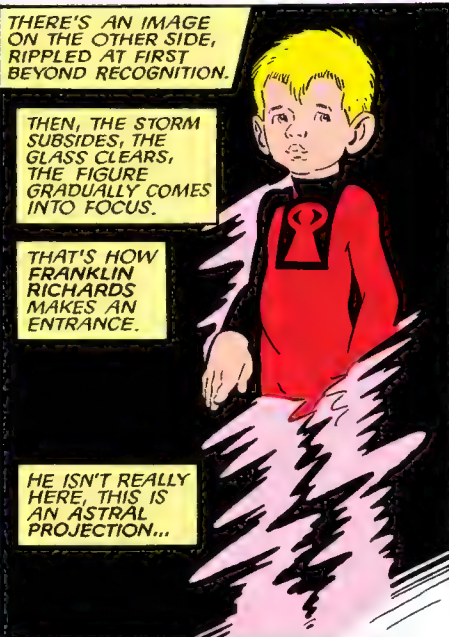
IMAGINE LOOKING THROUGH A RAINY WINDOW, WITH WATER SLUICING DOWN THE GLASS.

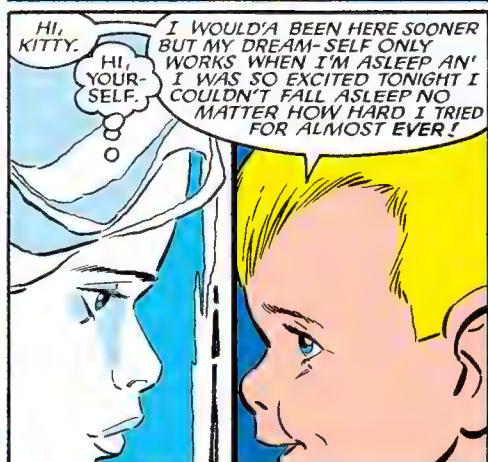
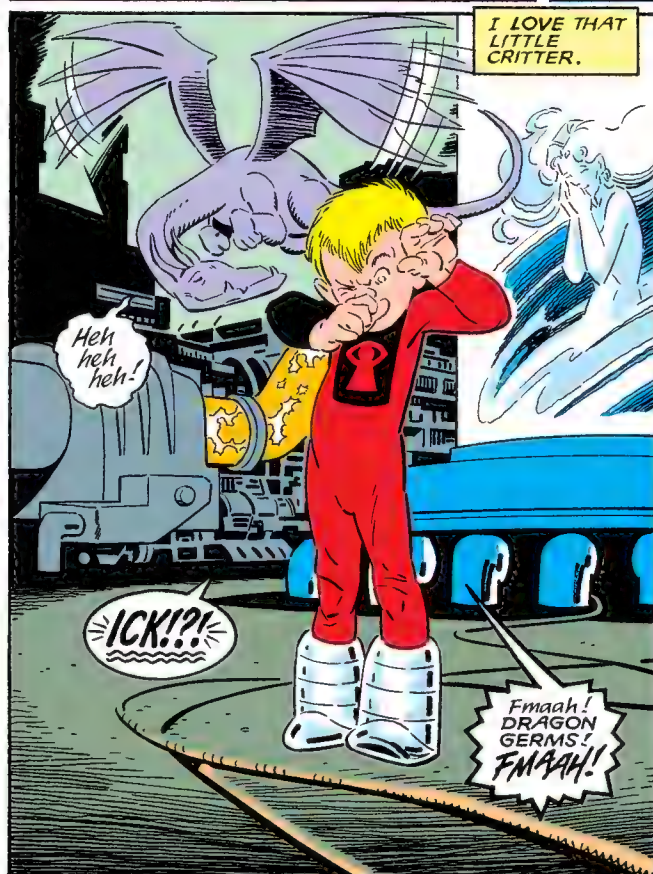
THERE'S AN IMAGE ON THE OTHER SIDE, RIPPLED AT FIRST BEYOND RECOGNITION.

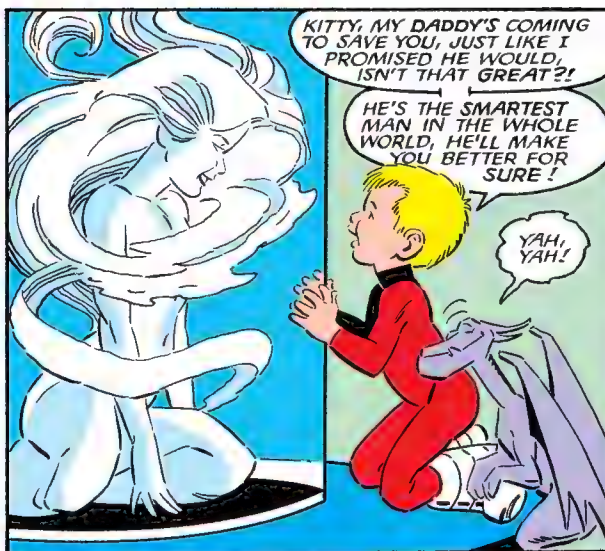
THEN, THE STORM SUBSIDES, THE GLASS CLEARS, THE FIGURE GRADUALLY COMES INTO FOCUS.

THAT'S HOW FRANKLIN RICHARDS MAKES AN ENTRANCE.

HE ISN'T REALLY HERE, THIS IS AN ASTRAL PROJECTION...



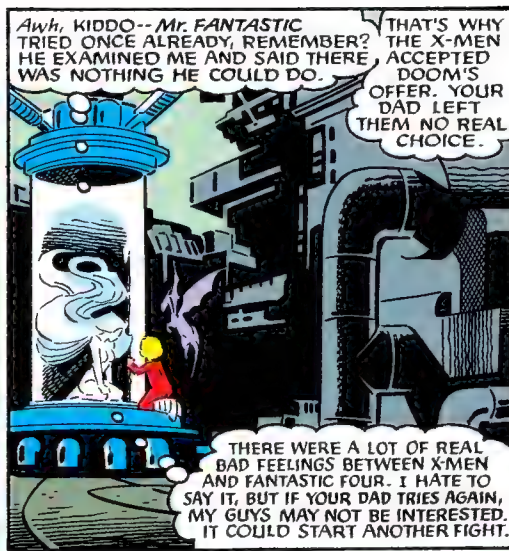




KITTY, MY DADDY'S COMING TO SAVE YOU, JUST LIKE I PROMISED HE WOULD. ISN'T THAT GREAT?!

HE'S THE SMARTEST MAN IN THE WHOLE WORLD, HE'LL MAKE YOU BETTER FOR SURE!

YAH!
YAH!



Awh, KIDDO-- Mr. FANTASTIC TRIED ONCE ALREADY, REMEMBER? HE EXAMINED ME AND SAID THERE WAS NOTHING HE COULD DO.

THAT'S WHY THE X-MEN ACCEPTED DOOM'S OFFER. YOUR DAD LEFT THEM NO REAL CHOICE.

THERE WERE A LOT OF REAL BAD FEELINGS BETWEEN X-MEN AND FANTASTIC FOUR. I HATE TO SAY IT, BUT IF YOUR DAD TRIES AGAIN, MY GUYS MAY NOT BE INTERESTED. IT COULD START ANOTHER FIGHT.



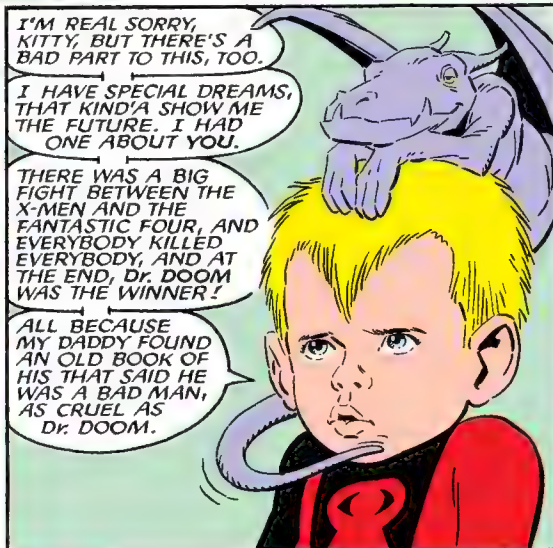
WHAT A MESS-- TWO TEAMS OF HEROES, MAYBE AT EACH OTHERS' THROATS, AN' NO MATTER WHAT HAPPENS, DOOM'LL PROBABLY COME OUT ON TOP.

BUT FRANKLIN ISN'T THINKING LIKE THAT.

HE SEES ME IN TROUBLE, HE'S DOING EVERYTHING HE CAN TO SET THINGS RIGHT.

THAT'S SWEET.

WHY DOES HE CARE SO MUCH?



I'M REAL SORRY, KITTY, BUT THERE'S A BAD PART TO THIS, TOO.

I HAVE SPECIAL DREAMS, THAT KIND'A SHOW ME THE FUTURE. I HAD ONE ABOUT YOU.

THERE WAS A BIG FIGHT BETWEEN THE X-MEN AND THE FANTASTIC FOUR, AND EVERYBODY KILLED EVERYBODY, AND AT THE END, Dr. DOOM WAS THE WINNER!

ALL BECAUSE MY DADDY FOUND AN OLD BOOK OF HIS THAT SAID HE WAS A BAD MAN, AS CRUEL AS Dr. DOOM.



THE BOOK PART CAME TRUE.

I'M SCARED ABOUT THE REST.

Oh, NO-- I'VE MADE YOU CRY!



I TALK TOO MUCH-- AN' ALWAYS SAY THE WRONG THING-- THAT'S WHY MY SUPER-NAME'S TATTLETALE.

WHEN I WAS SAD 'N' SCARED, MY DADDY TOLD ME A STORY. IT MADE ME FEEL BETTER. WOULD YOU LIKE TO HEAR IT?

I'LL GET MY FINGERS TO PLAY THE PARTS, JUST LIKE MY DAD DID!

wiggle wiggle
FIGHT
PUMPER



IT'S CALLED "SAGGY, BAGGY, ELEPHANT."

ELSEWHERE--

-- ARCING HIGH
ABOVE THE CURVE
OF THE WORLD...

... THE FANTASTIC FOUR'S HYPER-SPACE PLANE
RACES HEADLONG FROM SUNLIGHT TO SHADOW,
LEAVING DAY AND NEW YORK CITY FAST BEHIND...

OSTENSIBLY, THIS IS A RESCUE MISSION... BUT WE'RE ALL AS KEYED UP AND TENSE AS WE'D BE BEFORE A BATTLE. EVERYONE EXPECTS A FIGHT.

AND WHY NOT?

THE X-MEN--
I HOPE-- ARE
STILL OUR
FRIENDS...

... BUT DOCTOR DOOM HAS
BEEN REED'S BITTER RIVAL
FROM BEFORE THE FF EVEN
CAME INTO BEING. OUR
DEADLIEST AND MOST
IMPLACABLE FOE.

I SHOULD HAVE
LEFT FRANKLIN
BEHIND.

BUT WHEN HE
INSISTED, IT
SEEMED SOME-
HOW RIGHT
TO BRING HIM
WITH US.

HE'S
FAST
ASLEEP.

I WONDER, DOES
THAT MEAN HIS
ASTRAL FORM'S
GONE WANDERING?

TYPICAL-- I'M
PROBABLY THE
FIRST MOTHER
IN HISTORY TO
BE MORE
WORRIED ABOUT
HER SON WHEN
HE'S DREAMING
IN HER ARMS...

... THAN WHEN HE'S AWAKE
AND RUNNING ABOUT.

HIS BODY, I
CAN PROTECT.

BUT HIS
SPIRIT--

OH!?

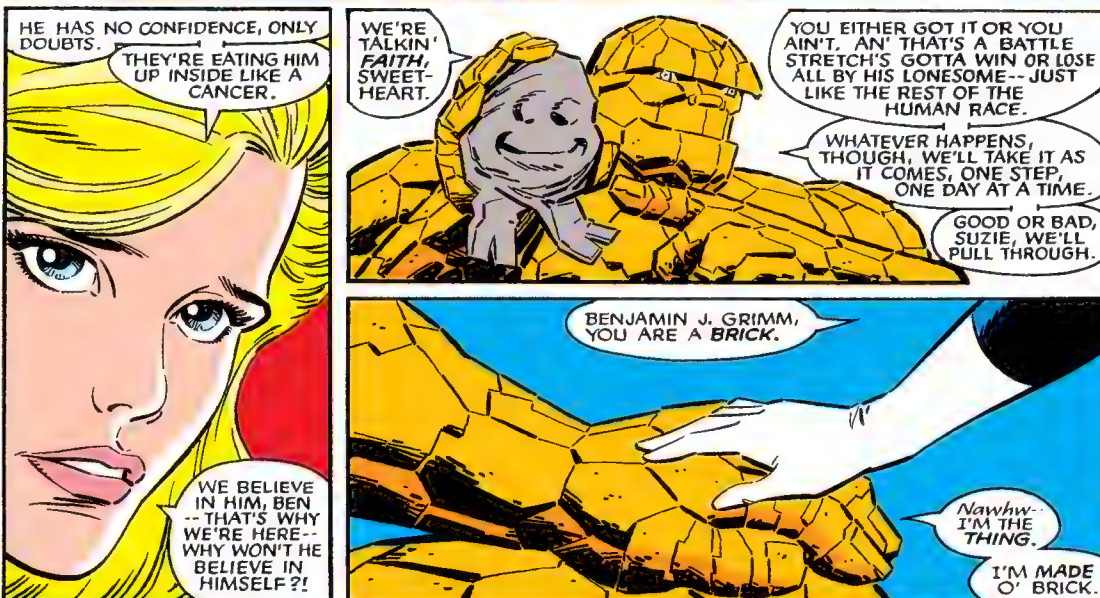
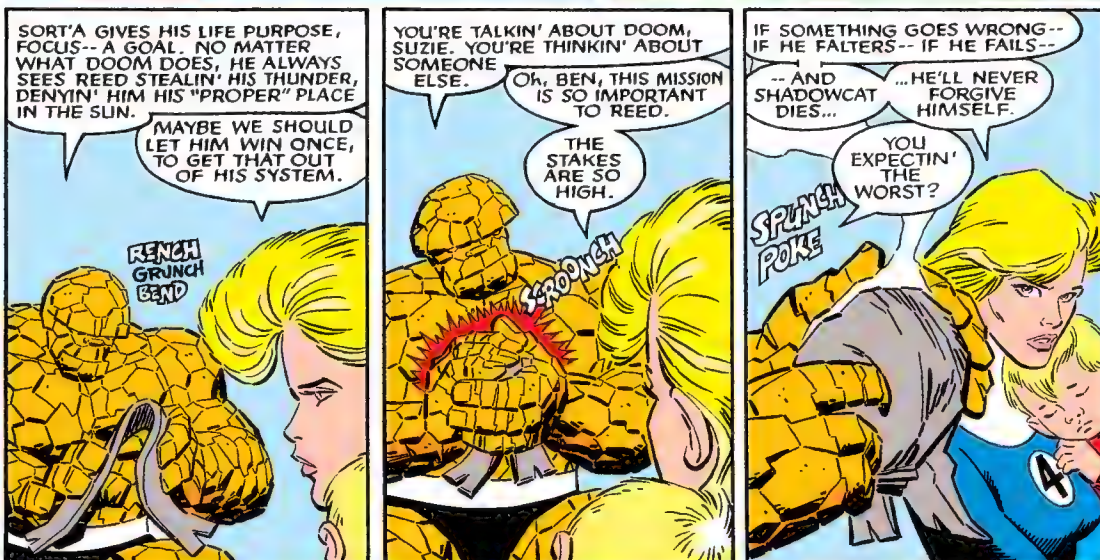
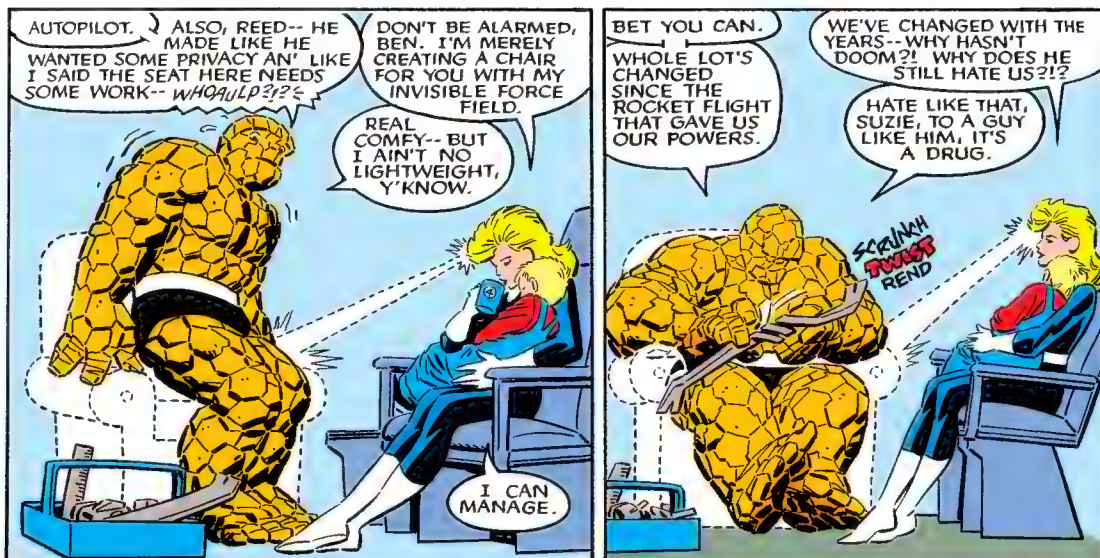
I WAS
GETTIN'
MYSELF A
MUG O'
JAVA--

-- BEFORE FIXIN'
THIS BUSTED
SEAT-- AN' I
FIGURED YOU'D
APPRECIATE
SOME
CHAMOMILE
TEA.

BLESS YOU,
BEN.

BUT IF
YOU'RE
BACK
HERE...

... WHO'S
FLYING
THE
PLANE?



FURTHER FORWARD, IN THE ROW SHARED BY SHE-HULK AND THE HUMAN TORCH...

Hmmh-- FULL-FIGURE WOMEN ARE COMING BACK INTO FASHION. ABOUT TIME?

NOT A PEEP OUT OF JOHNNY SINCE WE TOOK OFF. THAT'S NOT LIKE HIM. USUALLY, HE'S TOO GREGARIOUS FOR WORDS.

I WONDER WHAT'S WRONG?

WHAT DO I SAY TO THE X-MEN WHEN I SEE THEM AGAIN?!

WHAT DO I SAY TO STORM?!

I NEVER MEANT TO BURN HER...

...WHEN OUR TEAMS SCRAPPED ON MUIR ISLE...

... THAT WAS AN ACCIDENT!

GREAT. AS IF MY SAYING "SORRY" WILL MAKE UP FOR THE PAIN SHE SUFFERED...

...OR HEAL HER ARM.

PENNY FOR 'EM, HOTSHOT.

THAT'S MORE, SHULKIE, THAN MY THOUGHTS ARE WORTH.

I WAS REMEMBERING SOMETHING MY BUDDY, SPIDER-MAN, TOLD ME ONCE:

"... WITH GREAT POWER, COMES GREAT RESPONSIBILITY."

I THINK NOW, AT LAST-- MAYBE TOO LATE-- I'M STARTING TO UNDERSTAND WHAT THAT REALLY MEANS.

NO ONE EVER SAID GROWING UP WAS EASY, KIDDO.

EVERY ACTION HAS ITS CONSEQUENCES--

--GOOD AND BAD. JUST ASK YOUR BROTHER-IN-LAW. TRICK IS LEARNING TO LIVE WITH 'EM.

YOU'RE AN AVENGER, SHULKIE. WHY'D YOU COME WITH US THIS TIME?

I WAS IN AT THE START, I WANT TO SEE THE FINISH. MAYBE HELP, IF I'M ABLE.

"ALSO, I RESPECT REED RICHARDS AS I DO FEW OTHERS, JOHNNY-- THEY BROKE THE MOLD WITH HIM-- I WANT TO SEE HIM GET WELL."

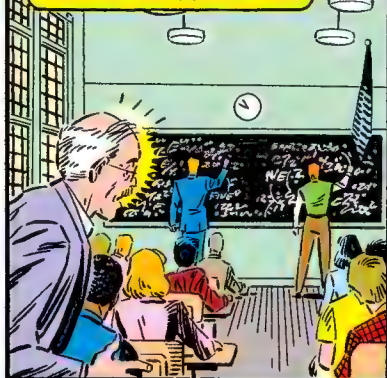
"WHAT I DON'T UNDERSTAND IS THIS THING BETWEEN HIM AND DOOM. I HEAR THEY GO BACK PRETTY FAR."

"ALL THE WAY TO COLLEGE."

"REED AND BEN WERE ROOMIES AT STATE U. WAY I HEAR THE STORY, DOOM WAS STIFF AND FORMAL AS A PERSON COULD BE. NOBODY LIKED HIM. AFTER A WHILE, NO ONE TRIED."

"I ATTENDED THE SAME SCHOOL FOR A WHILE, TALKED WITH SOME OF REED'S OLD PROFS-- THEY SAID IT WAS LIKE TEACHING A PAIR OF EINSTEINS, OR MOZARTS, OR DAVINCIS.

"BOTH OF THEM GRASPED ANY CONCEPT INSTANTLY, NO MATTER HOW COMPLEX.

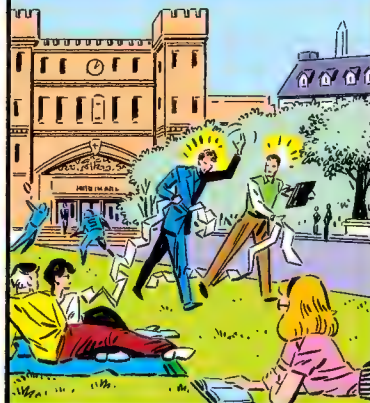


"BRILLIANCE WAS SECOND NATURE TO THEM, LIKE BREATHING.



"THE SCHOOL COMPUTERS WEREN'T GOOD ENOUGH FOR THEM, SO THEY BUILT THEIR OWN, REVOLUTIONIZED THE FIELD.

"DAY OR NIGHT, THEY'D ARGUE THEORIES-- WACKO MATHEMATICS, PHYSICS, COSMOLOGY THAT EVEN THE SCHOOL'S NOBEL LAUREATES HAD TROUBLE FOLLOWING.



"FOR REED, THIS WAS HEAVEN-- BECAUSE HE LOVED LEARNING FOR LEARNING'S SAKE.



"FOR DOOM, THOUGH, THESE DEBATES WERE BATTLES HE ALWAYS HAD TO WIN.



"AND KNOWLEDGE, THE KEY TO POWER.

"AT THE SAME TIME, OUTSIDE OF CLASSWORK, DOOM WAS WORKING IN THE DORM ON SOME SECRET PROJECTS OF HIS OWN.



"ONE AFTERNOON, REED SAW HIS NOTES-- REALIZED THERE WAS A FATAL FLAW IN DOOM'S CALCULATIONS-- TRIED TO WARN HIM OF THE DANGER.

"AS USUAL, DOOM WOULDN'T LISTEN.

HE WENT THROUGH WITH HIS EXPERIMENT. AND, AS REED HAD PREDICTED...

... IT BLEW UP IN HIS FACE.



FWOOSH

"DOOM BLAMED REED FOR THE ACCIDENT. HE COULDN'T MAKE A MISTAKE-- OH, NO-- IT HAD TO BE SOMEONE ELSE'S FAULT.

"HE'S HATED REED EVER SINCE.



"HE'D DO ANYTHING TO GET EVEN.

AND THE WAY REED'S BEHAVED-- SINCE HE FOUND THAT ROTTEN DIARY-- THE CREEP MAY JUST HAVE HIS CHANCE. IF REED DOESN'T REGAIN HIS SELF-CONFIDENCE, HIS SELF-RESPECT-- HIS FAITH IN HIMSELF--

-- HE'LL LOSE HIS NEXT FIGHT WITH DOOM...



... BEFORE IT'S EVEN BEGUN.

AND LASTLY, ALONE ON THE FLIGHT DECK, THE
FOUNDER AND LEADER OF THE FANTASTIC FOUR...

MY DIARY.

LOST SO MANY
YEARS, I WAS
SO PLEASED
WHEN SUE FOUND
IT. NOW I WISH
SHE NEVER HAD.

ED RICHARDS
JOURNAL
STATE
UNIVERSITY

I KNOW
EVERY WORD
BY HEART. IF
ONLY I KNEW
MY MEMORIES--
MY MIND-- AS
COMPLETELY.

HOW CAN
SO MUCH
TRUTH...

... ADD UP
TO SUCH A
MONSTROUS--
AWFUL--
LIE?!

IF,
INDEED,
IT IS A
LIE?

THAT'S THE QUESTION
THAT TORMENTS ME.

EVERY
THOUGHT,
EVERY
THEORY,
EVERY
OPINION
ON THESE
PAGES
IS MINE.

BUT THE
PRESENTATION
IS WRONG,
THE ORDER
TWISTED.

YES, I SPOKE-- OFTEN-- OF
THE DANGER POSED BY
HOSTILE EXTRA-TERRESTRIALS
AND SOCIOPATHS POSSESSING
PARAHUMAN ABILITIES, AND
THE NEED FOR A PERSON OR
GROUP TO ACT AS A HEROIC
PARADIGM, TO CATALYZE
AND FOCUS SOCIETY'S
OPPOSITION TO THESE THREATS.

WE FANTASTIC
FOURSOME
BECAME THAT
EXAMPLE.

EXCEPT--
THIS DIARY
SAYS OUR
CREATION
WAS NO
ACCIDENT...

...BUT THE CULMINATION
OF A RUTHLESS
COLD-BLOODED PLAN. MY PLAN.

I TELL MYSELF THAT
WASN'T THE WAY IT
HAPPENED-- HAD I
SUSPECTED EVEN THE
SLIGHTEST RISK, I
WOULD HAVE
ABORTED THAT
FATEFUL
SPACEFLIGHT.

BUT-- SUPPOSE THE
WARNING SIGNS
WERE THERE AND I
IGNORED THEM? OR
CHOSE NOT TO
NOTICE?

BEN, JOHNNY,
SUE-- THEY WERE
MY FRIENDS, AS
CLOSE AS FAMILY--
THEY TRUSTED
ME WITH THEIR
LIVES--

--I COULDN'T
HAVE BETRAYED
THEM!

Whuatt?!

FRANKLIN???

I'VE BEEN
TO VISIT
SHADOWCAT,
DADDY.

I TOLD
HER YOU
WERE
COMING.

I TOLD HER
YOU'D
SAVE HER.

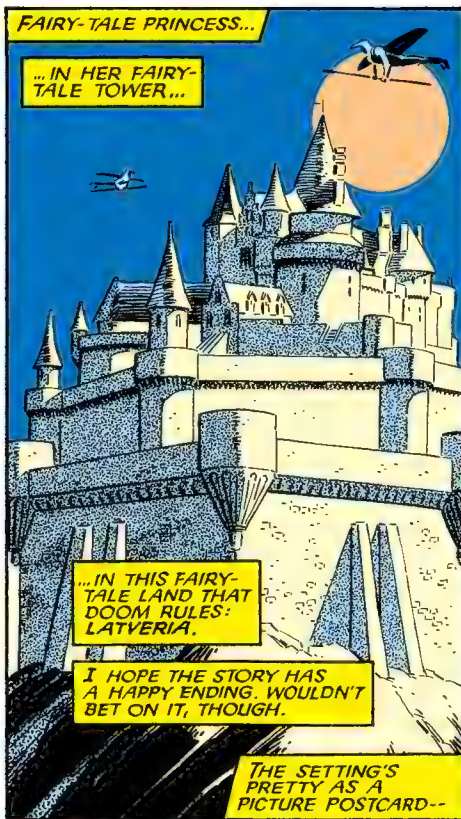
AN' YOU WILL
-- I KNOW! I GOTTA
GO BACK
TO HER,
DADDY, TO KEEP HER
COMPANY-- SEE YOU SOON!

FRANKLIN,
WAIT--

-- YOU
DON'T
UNDER-
STAND--

-- I DON'T KNOW
ANYMORE...

...IF I
CAN.



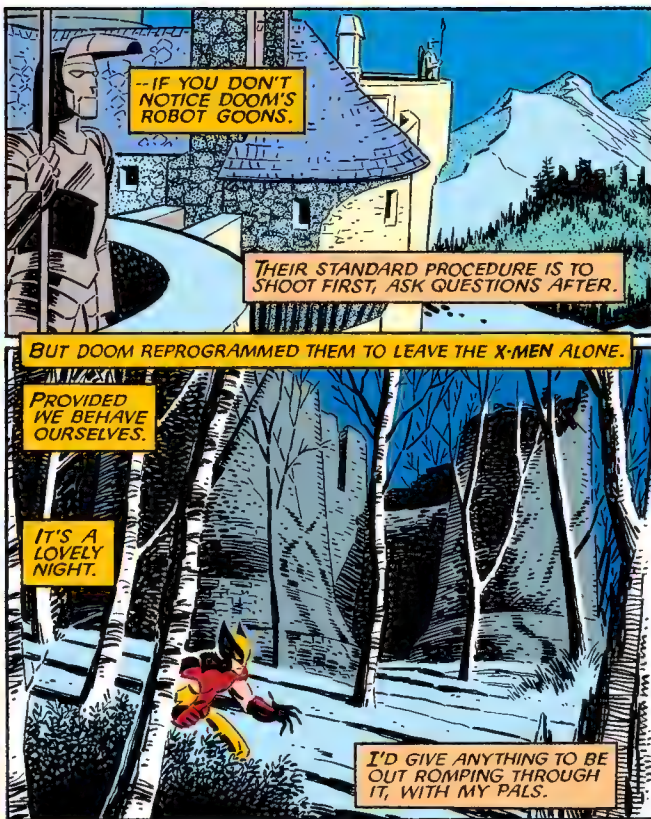
FAIRY-TALE PRINCESS...

...IN HER FAIRY-
TALE TOWER...

...IN THIS FAIRY-
TALE LAND THAT
DOOM RULES:
LATVERIA.

I HOPE THE STORY HAS
A HAPPY ENDING. WOULDN'T
BET ON IT, THOUGH.

THE SETTING'S
PRETTY AS A
PICTURE POSTCARD--



--IF YOU DON'T
NOTICE DOOM'S
ROBOT GOONS.

THEIR STANDARD PROCEDURE IS TO
SHOOT FIRST, ASK QUESTIONS AFTER.

BUT DOOM REPROGRAMMED THEM TO LEAVE THE X-MEN ALONE.

PROVIDED
WE BEHAVE
OURSELVES.

IT'S A
LOVELY
NIGHT.

I'D GIVE ANYTHING TO BE
OUT ROMPING THROUGH
IT, WITH MY PALS.



IN MY MIND'S EYE, I CAN
PICTURE WOLVERINE--

--THE QUINTESSENTIAL HUNTER, WITH
SENSES KEENER THAN ANY ANIMAL.



NICE TRY,
LONGSHOT!

BUT YOU GOTTA BE
LOTS SNEAKIER'N THAT...

SHZANG!

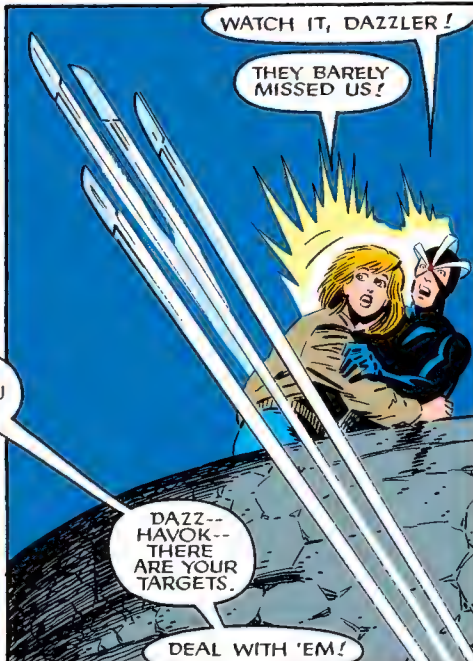
SNKT

...TO CATCH
ME BY
SURPRISE!

HE HAS
UNBREAKABLE
BONES, AND
ADAMANTIUM
CLAWS--

HEADS
UP, YOU
TWO!

--WHICH'LL CUT
THROUGH ANY-
THING-- THAT
EXTEND FROM
BIONIC HOUSINGS
IMPLANTED IN
HIS FOREARMS.

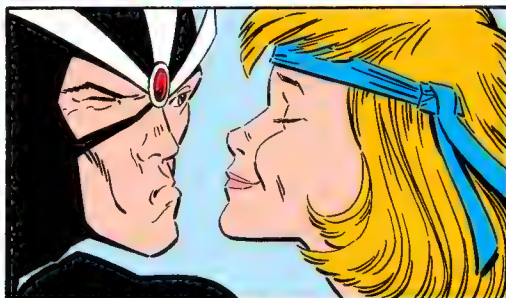
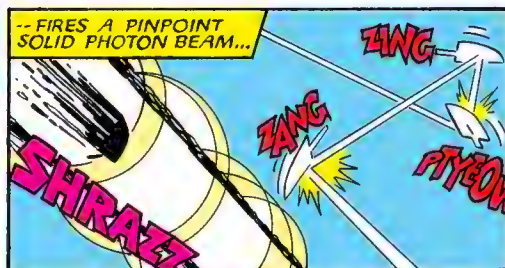


WATCH IT, DAZZLER!

THEY BARELY
MISSED US!

DAZZ--
HAVOK--
THERE
ARE YOUR
TARGETS.

DEAL WITH 'EM!





YEEP!

THIS IS STUPID, WOLVIE--

-- A WASTE OF OUR TIME--

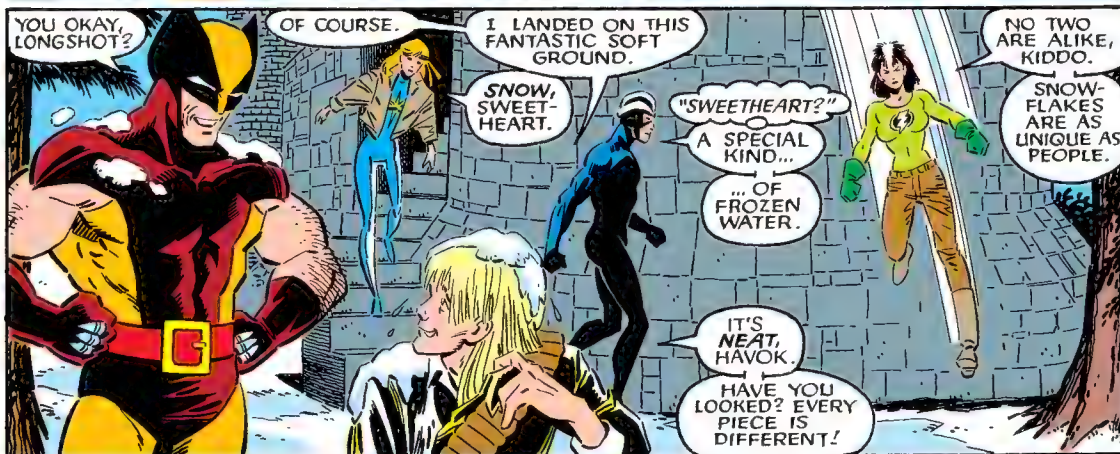
--AH DON'T WANT TO PLAY ANYMORE.



THIS AIN'T A GAME, GIRL, IT'S TRAINING!

LOOK OUT BELOW!

SPLITCH



YOU OKAY, LONGSHOT?

OF COURSE.

I LANDED ON THIS FANTASTIC SOFT GROUND.

SNOW, SWEETHEART.

"SWEETHEART?"

A SPECIAL KIND...

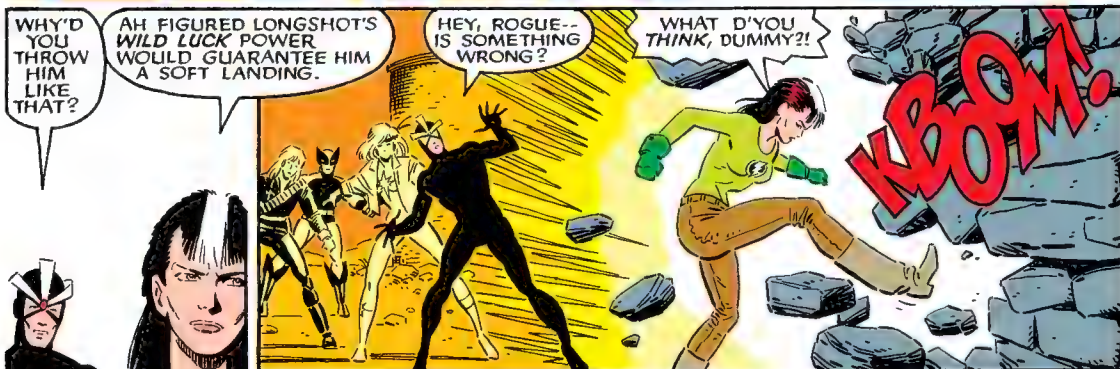
... OF FROZEN WATER.

IT'S NEAT, HAVOK.

HAVE YOU LOOKED? EVERY PIECE IS DIFFERENT!

NO TWO ARE ALIKE, KIDDO.

SNOW-FLAKES ARE AS UNIQUE AS PEOPLE.



WHY'D YOU THROW HIM LIKE THAT?

AH FIGURED LONGSHOT'S WILD LUCK POWER WOULD GUARANTEE HIM A SOFT LANDING.

HEY, ROGUE-- IS SOMETHING WRONG?

WHAT D'YOU THINK, DUMMY?!

KBOM!

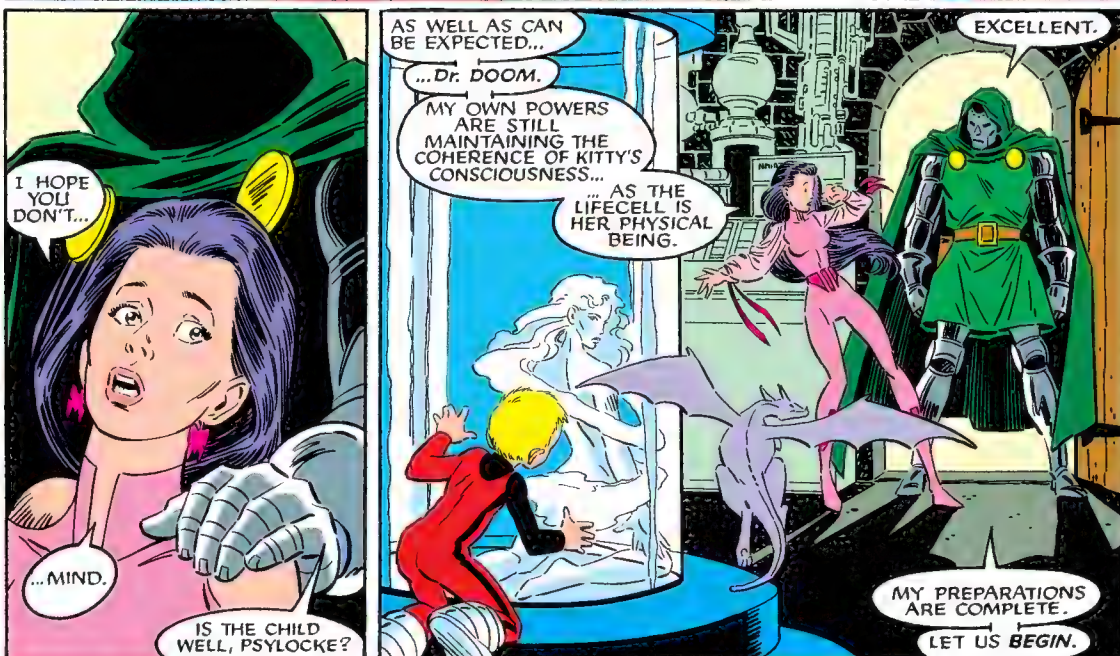
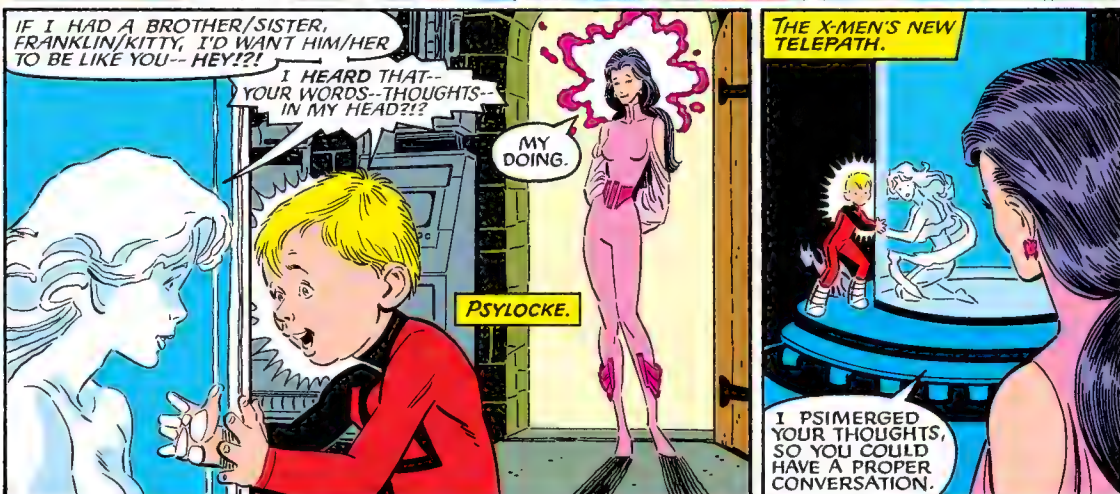
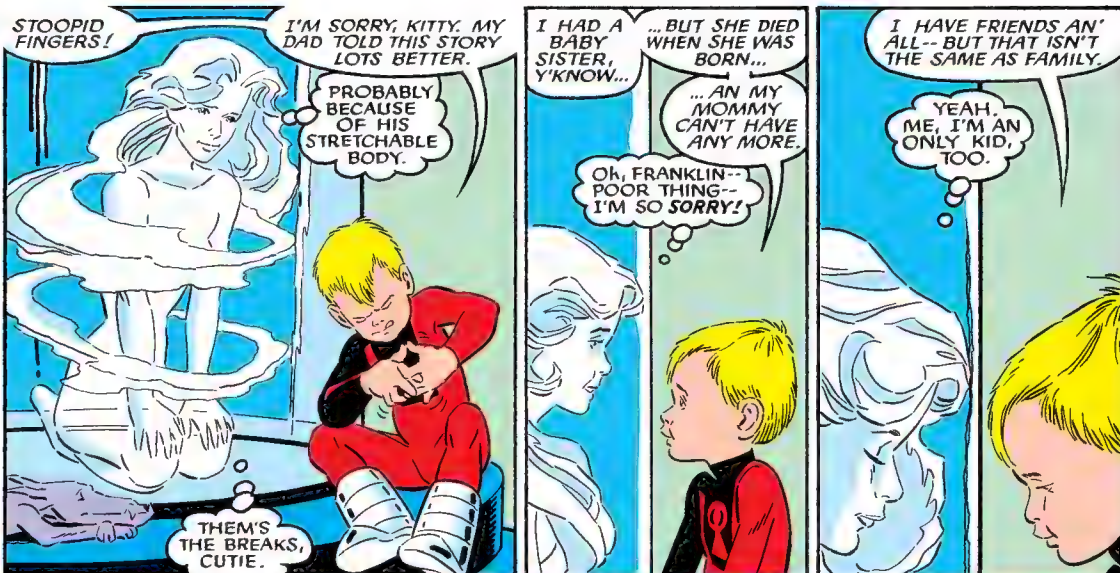


IT'S THIS WAITING, AH HATE IT!

WE'RE MARKIN' TIME, WHILE LORD KNOWS WHAT IS HAPPENIN' TO KITTY!

YOU SWORE YOU'D SAVE SHADOWCAT, DOOM--

--SO QUIT STALLIN' AN' DO IT!



I'M SCARED.

I WANT TO GO HOME.

IF ONLY SOMEONE
COULD JUST HOLD
MY HAND!

SURVEYING
YOUR DOMAIN,
"MY LORD?"

IN A SENSE,
STORM--

-- IF ONE'S MEMORIES,
AND THE PAST THEY
ENCOMPASS, CAN BE
CONSIDERED A DOMAIN.

EVEN OUR NEW TEACH,
MAGNETO, BUT HE
DOESN'T CARE.

ROUGHLY FIVE HUNDRED
MILES IN THAT DIRECTION
IS AUSCHWITZ--

-- THE NAZI
DEATH
CAMP--

-- WHERE MY
PARENTS AND
SISTER WERE
MURDERED.

I SHOULD HAVE
DIED WITH THEM.

AND DUE WEST
FROM LATVERIA
IS THE SOVIET
CITY OF
VINNITSA.

THERE
WAS A FIRE.
I WAS INJURED
SAVING MY WIFE.
MY DAUGHTER
REMAINED
TRAPPED IN THE
BURNING
BUILDING.

SHE WAS
MUCH LIKE
KITTY, MY
ANYA.

THE MOST BEAUTIFUL
OF CHILDREN-- TWO
YEARS OLD, ORORO, AND
SHE NEVER CRIED.

Squeee|RRK!

THERE'S A
SQUAWKED
SCREECH FROM
OUTSIDE AS
MAGNETO
GRABS ONE OF
DOOM'S ROBOTS--

SHE ONLY LAUGHED-- WITH
WONDER AND JOY-- AS THOUGH
LIFE WAS SOME MAGNIFICENT
ADVENTURE, STAGED FOR HER ALONE.

--AND USES HIS FANTASTIC MAGNETIC POWERS TO RESHAPE ITS
ARMORED BODY AS EASILY AS IF IT WAS MADE OF CLAY.

SHE
BURNED,
STORM!

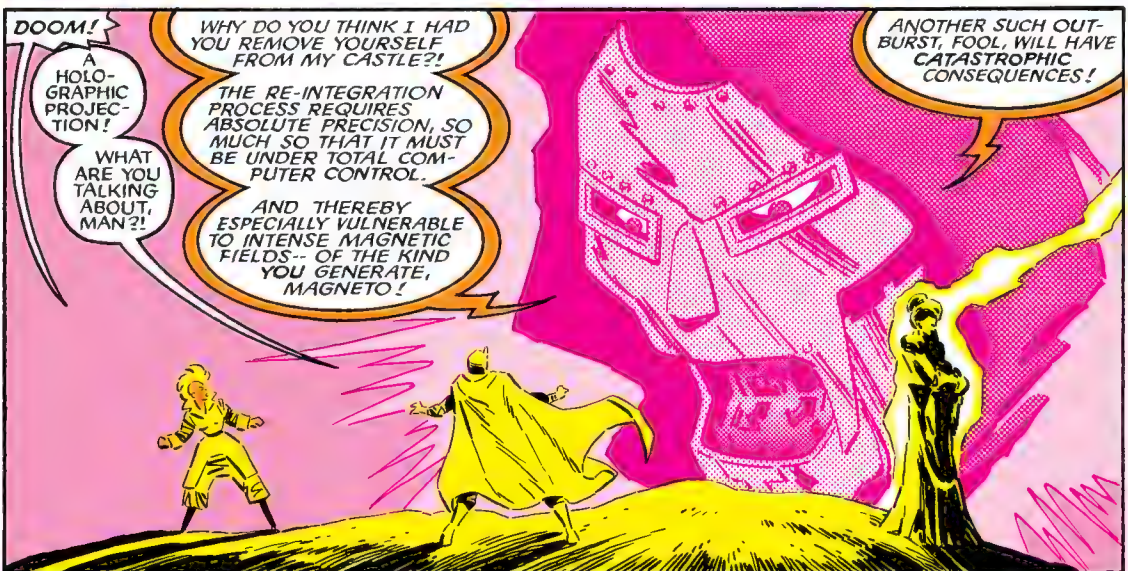
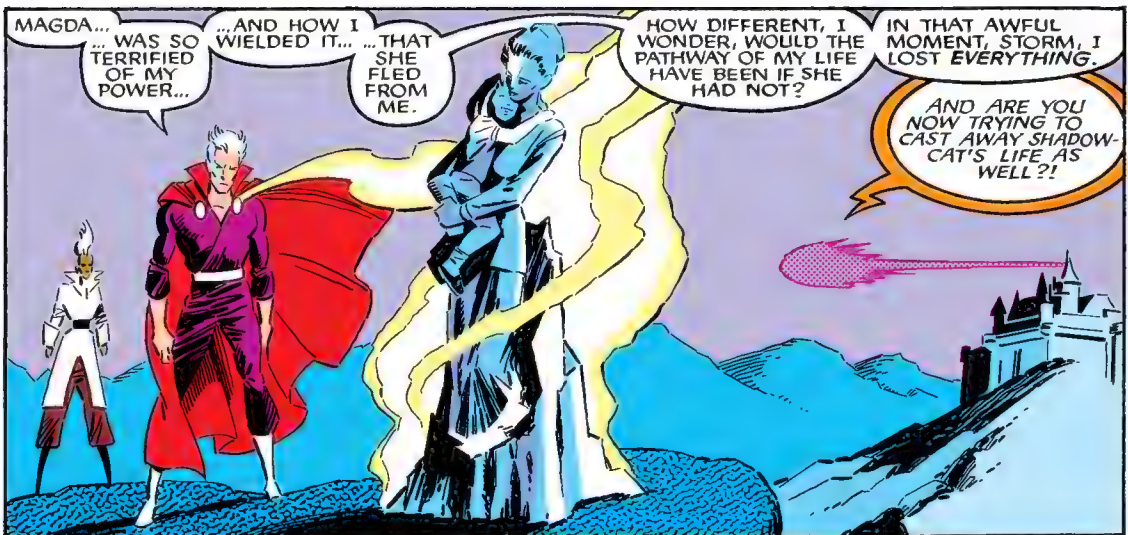
MY POWER WAS WEAKER THEN. I USED IT TO
SAVE MY WIFE, BUT COULDN'T REACH ANYA. A
CROWD HAD GATHERED. I BEGGED FOR HELP.
THEY REFUSED ME.

THEY SAW I WAS A
MUTANT AND SOME CALLED
FOR ME TO BE HURLED INTO
THE SAME FLAMES THAT
CONSUMED MY CHILD.

TOO LATE--IN RAGE AND A GRIEF
THAT RAVAGES ME STILL-- I CAME
AT LAST TO MY BIRTHRIGHT:

...THE ABSOLUTE CONTROL
OVER THE FORCES AND
MANIFESTATIONS OF MAGNET-
ISM THAT IS THE POWER OF...

...MAGNETO!





AN AIR-
CRAFT!

SEE ITS
MARKINGS,
STORM?!

THAT'S THE
FANTASTIC
FOUR!

CURSE REED
RICHARDS! I
KNEW HE COULDN'T
KEEP HIMSELF FROM
INTERFERING!

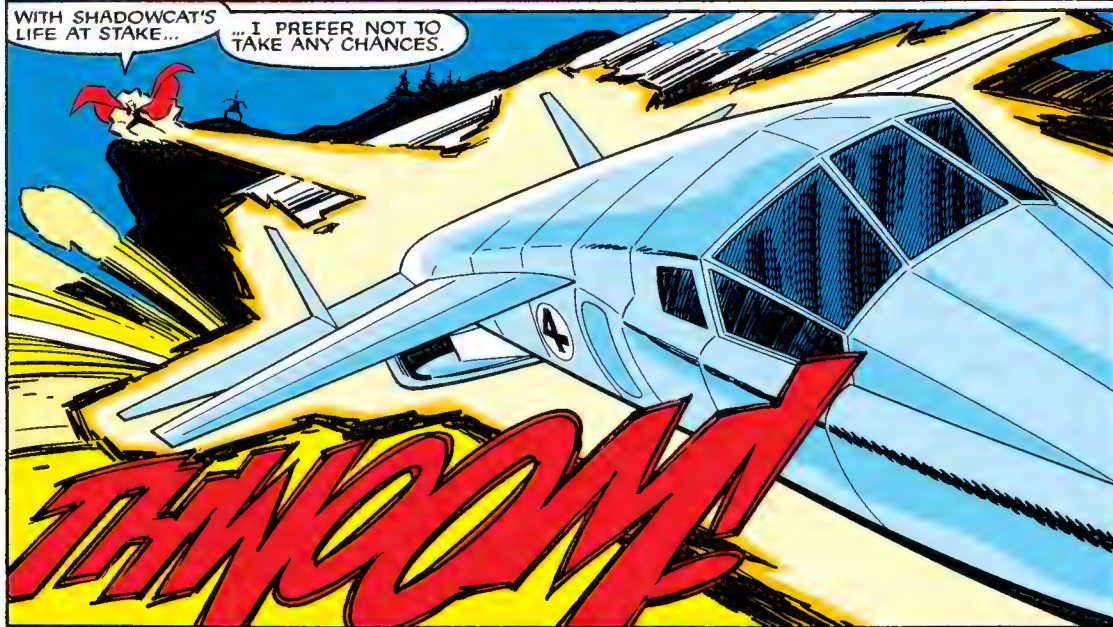
THEY'RE
HEADING
STRAIGHT
FOR
DOOM'S
CASTLE--



--BUT THEY WON'T REACH IT!

MAGNETO,
WAIT!

WE DO
NOT KNOW
THAT THEY
MEAN ANY
HARM--!



WITH SHADOWCAT'S
LIFE AT STAKE...

... I PREFER NOT TO
TAKE ANY CHANCES.



HAVE YOU LOST YOUR SENSES, MAN, ATTACKING THEM LIKE THAT?!

TRUST ME-- MY MAGNETIC FORCE FIELD ONLY STOPPED THEM.

THE DEVIL WITH THEM!

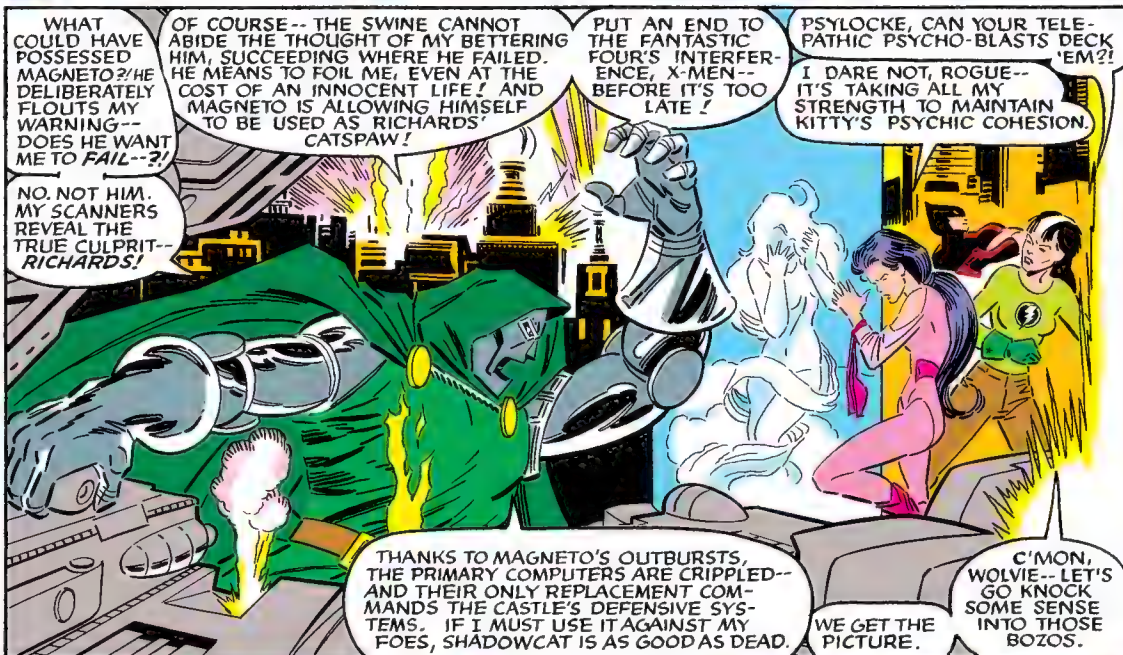
NEITHER THE AIRCRAFT NOR THOSE ABOARD ARE DAMAGED.

HAVE YOU FORGOTTEN...



NO!

THE COMPUTERS' MAGNETIC BUBBLE MEMORY FIELDS ARE DISRUPTING, THE COHERENCY PROJECTOR IS LOSING FOCUS!



WHAT COULD HAVE POSSESSED MAGNETO? HE DELIBERATELY FLOUTS MY WARNING-- DOES HE WANT ME TO FAIL--?!

NO. NOT HIM. MY SCANNERS REVEAL THE TRUE CULPRIT-- RICHARDS!

OF COURSE-- THE SWINE CANNOT ABIDE THE THOUGHT OF MY BETTERING HIM, SUCCEEDING WHERE HE FAILED. HE MEANS TO FOIL ME, EVEN AT THE COST OF AN INNOCENT LIFE! AND MAGNETO IS ALLOWING HIMSELF TO BE USED AS RICHARDS' CATSPA-W!

PUT AN END TO THE FANTASTIC FOUR'S INTERFERENCE, X-MEN-- BEFORE IT'S TOO LATE!

PSYLOCKE, CAN YOUR TELEPATHIC PSYCHO-BLASTS DECK 'EM?!

I DARE NOT, ROGUE-- IT'S TAKING ALL MY STRENGTH TO MAINTAIN KITTY'S PSYCHIC COHESION.

THANKS TO MAGNETO'S OUTBURSTS, THE PRIMARY COMPUTERS ARE CRIPPLED-- AND THEIR ONLY REPLACEMENT COMMANDS THE CASTLE'S DEFENSIVE SYSTEMS. IF I MUST USE IT AGAINST MY FOES, SHADOWCAT IS AS GOOD AS DEAD.

C'MON, WOLVIE-- LET'S GO KNOCK SOME SENSE INTO THOSE BOZOS. WE GET THE PICTURE.



HURRY, MY FRIENDS.

AND GOOD LUCK!

YOU-- CREEP!

SO NOBLE, SO SUPPORTIVE--

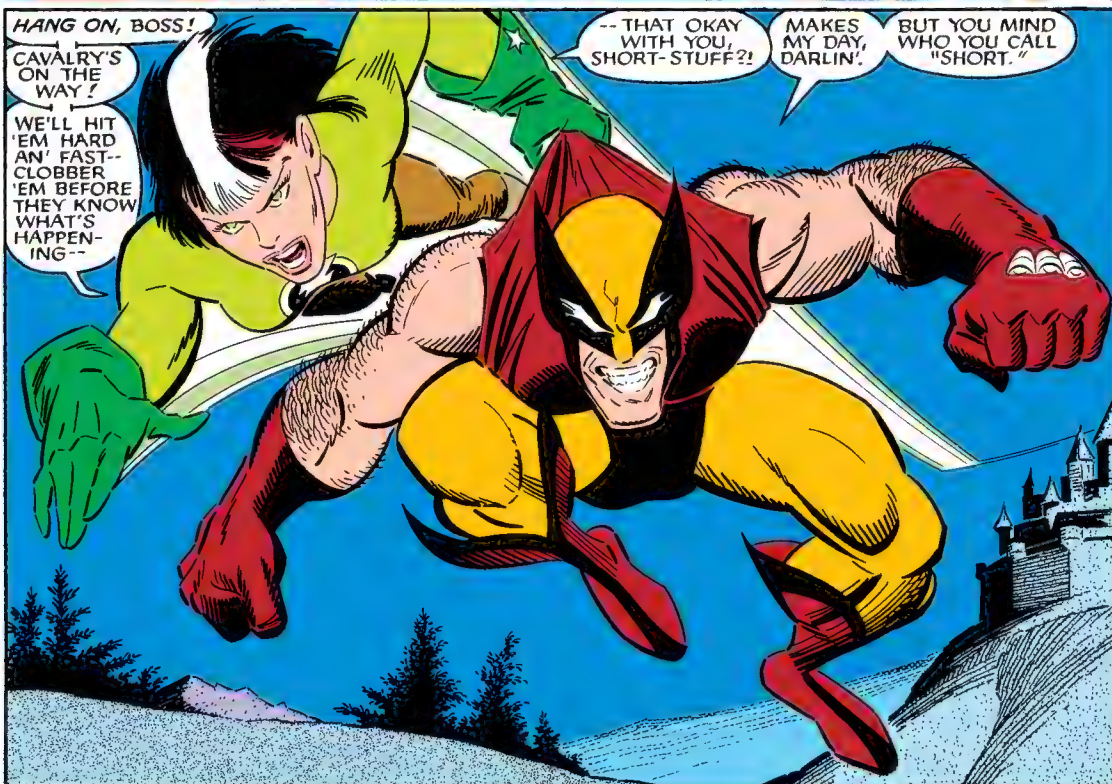
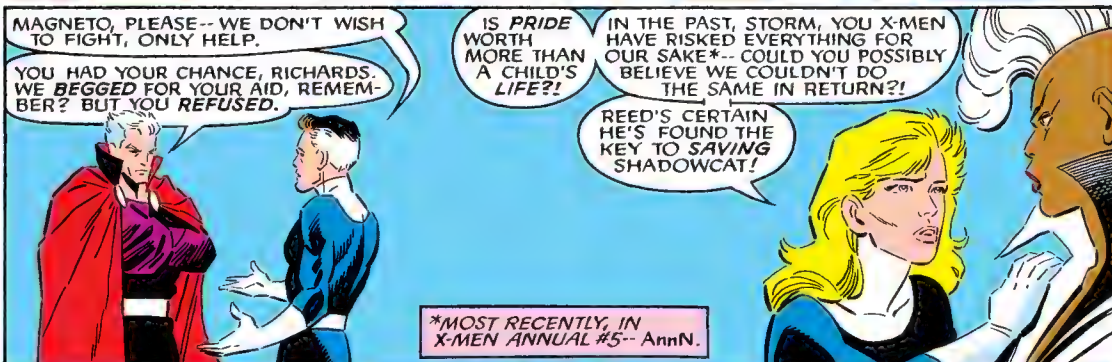
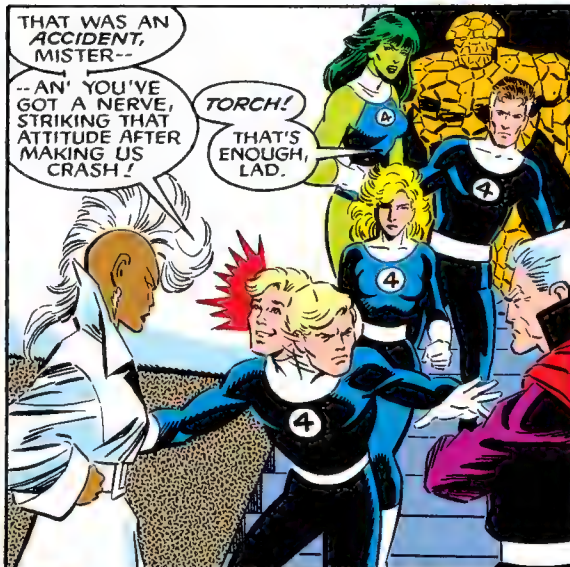
--BUT I'M ON TO YOU, BUSTER. IT'S ALL AN ACT! YOU DON'T CARE A BIT ABOUT ANYONE, EXCEPT YOURSELF.

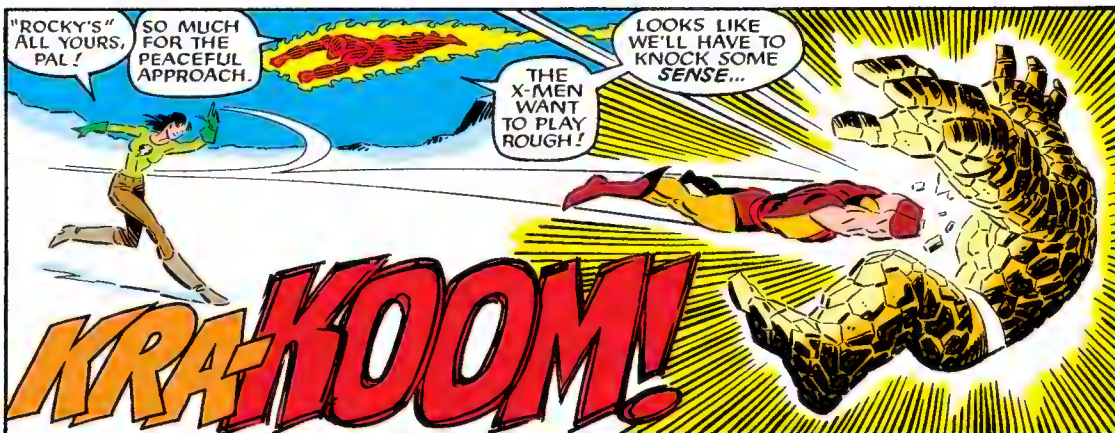
YOU FIGURE THIS IS A "NO-LOSE" SITUATION. YOU SAVE ME, THE X-MEN ARE IN YOUR DEBT.

YOU FAIL, NOBODY CAN BLAME YOU, 'CAUSE YOU DID YOUR BEST. IF I DIE BECAUSE OF REED RICHARDS' INTERVENTION, ALL THE BETTER FOR YOU. THE X-MEN AND FF WILL NEVER BE FRIENDS AGAIN.

DON'T YOU SEE, MY BEST CHANCE IS FOR YOU AND DR. RICHARDS TO JOIN FORCES--

--BUT I MIGHT AS WELL WISH FOR THE MOON.





... I GOT NOTHIN' TO WORRY ABOUT.

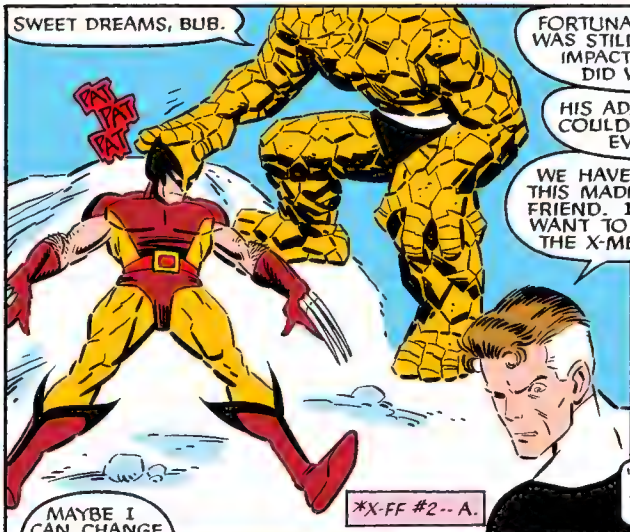


Oh, YEAH?!



YEAH!

SWEET DREAMS, BUB.



FORTUNATELY FOR YOU, BEN, WOLVERINE WAS STILL TOO DAZED FROM YOUR INITIAL IMPACT TO ACT AS QUICKLY AS HE DID WHEN LAST WE FOUGHT.

HIS ADAMANTIUM CLAWS COULD PROBABLY CUT EVEN YOUR SKIN.

WE HAVE TO STOP THIS MADNESS, OLD FRIEND. I DON'T WANT TO FIGHT THE X-MEN--

eh?!

"AIN'T LIKE WE STARTED THIS FRACAS, REED.

"AIN'T LIKE THE X-MEN ARE IN A MOOD TO LISTEN TO ANY EXPLANATIONS, EITHER."

MAYBE I CAN CHANGE THAT ATTITUDE, BIG GUY.

*X-FF #2--A.

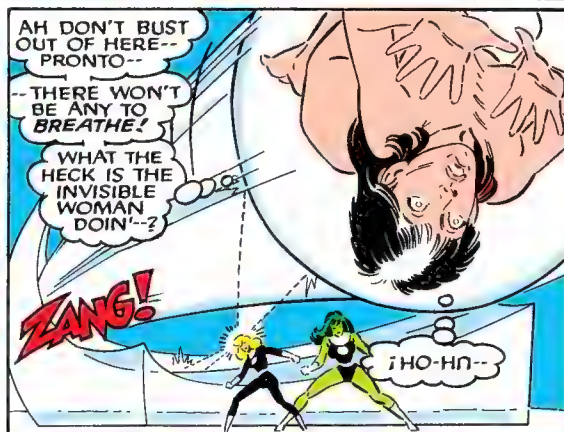
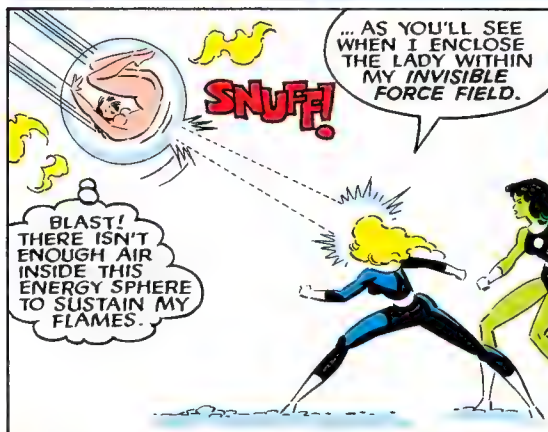
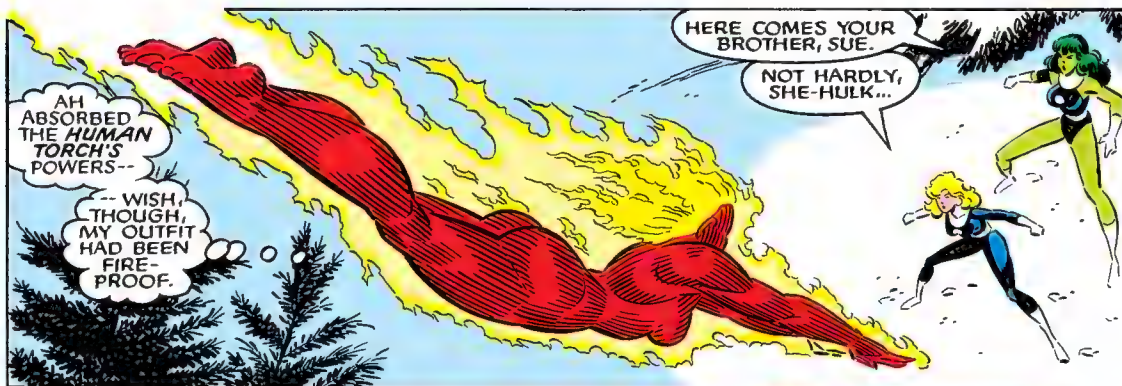


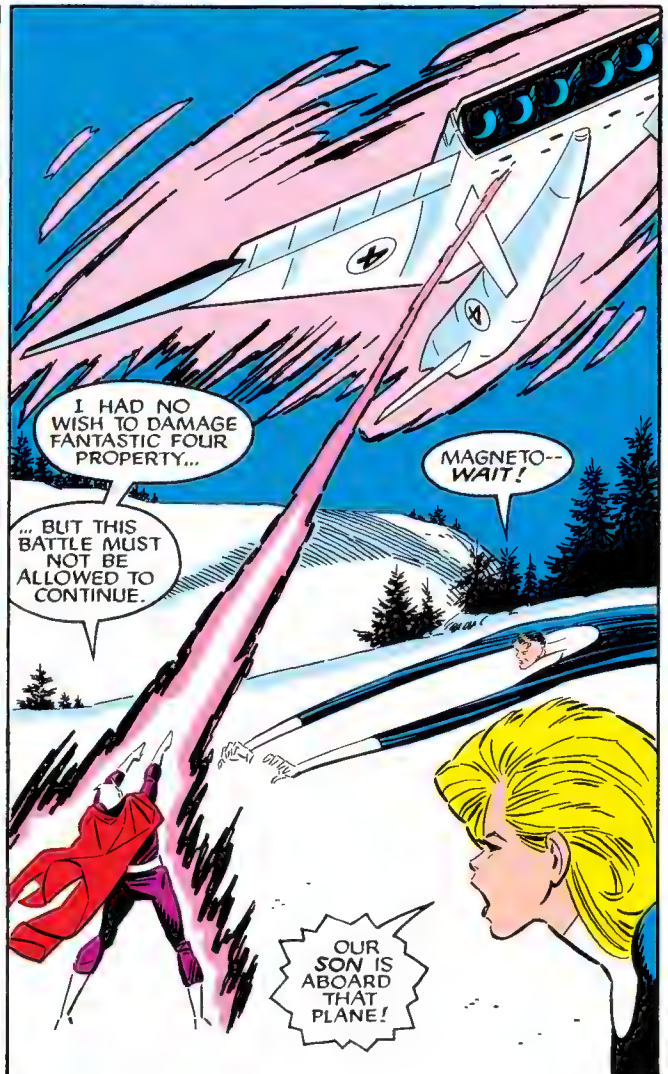
ALISON, SHE-HULK MEANS TO THROW THAT ROCK AT US!

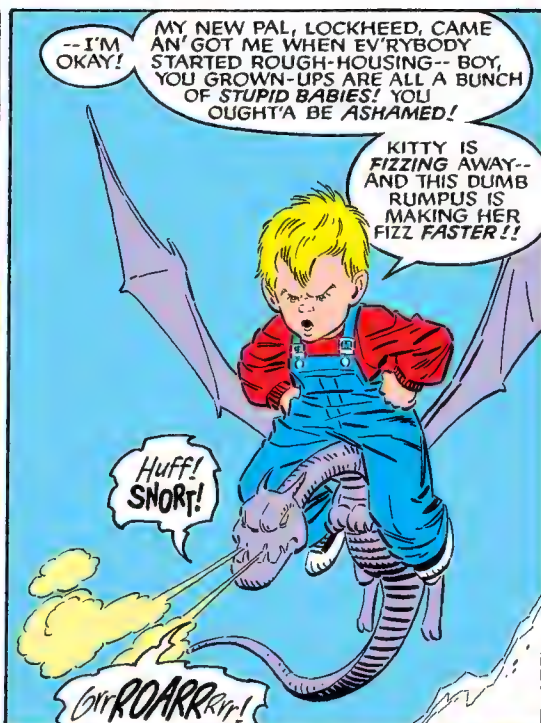
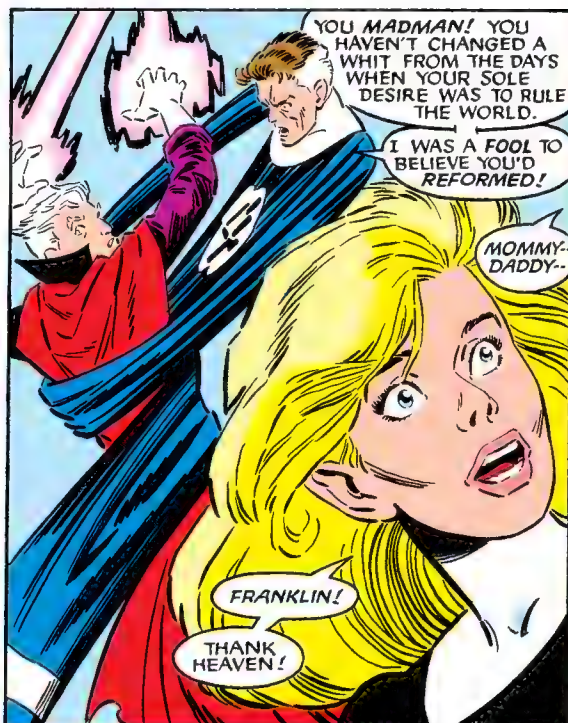


NOT IF I LAZE IT FIRST!

OH, DRAT!







"FIZZLING." LIKE SODA FROM A CAN--ALMOST NONE LEFT NOW-- I'M MORE SHADOW THAN CAT.

HANG ON, CHILD. YOU'RE FAR FROM FINISHED.

APPRECIATE THE ENCOURAGEMENT, PSYLOCKE.

ONLY I GOT NO MORE ILLUSIONS LEFT.

I DON'T MIND ANYMORE, REALLY.

I MEAN, I WON'T GIVE UP. BUT I KNOW A LOST CAUSE WHEN I SEE ONE.

IN MY LIFE, YOUNG LADY, I'VE BURIED TOO MANY FRIENDS.

I'M NOT ABOUT TO ADD YOU TO THEIR NUMBERS!

HOW SIMPLE TO BAR THE FANTASTIC FOUR'S ENTRY TO MY CASTLE, TO HAVE THEM CAST FROM MY REALM!

THEY HAVE NO RIGHT TO BE ON LATVERIAN SOIL-- INDEED, THEIR VERY PRESENCE CREATES A POSSIBLY MAJOR DIPLOMATIC INCIDENT.

I COULD EASILY SHAME THEM-- SHADOWCAT'S DEATH WILL NOT BE MY FAULT, THAT BLAME IS THEIRS!

AND YET, SUPPOSE-- AGAINST ALL ODDS-- I SAVE HER?

ESPECIALLY WITH REED RICHARDS LOOKING ON!

WHAT A COUP-- TO DEMONSTRATE ONCE AND FOR ALL WHICH OF US IS TRULY THE MASTER.

WHAT DELICIOUS IRONY-- TO DEFEAT MY MOST HATED RIVAL AT HIS OWN GAME-- BY PLAYING THE HERO!

STRANGE-- RICHARDS WALKS WITH NONE OF HIS CHARACTERISTIC, ACCURSED CONFIDENCE.

AND WHAT IS HE CARRYING?!

I'LL ENHANCE THE OPTICAL SCANNERS OF MY MASK, THE BETTER TO SEE...

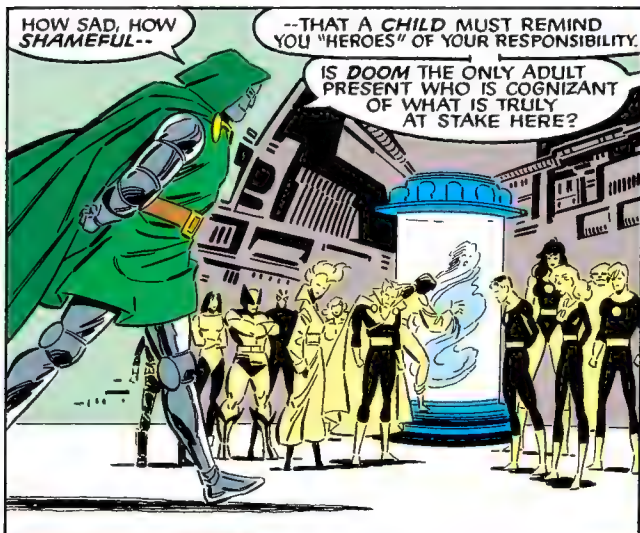
A DIARY-- --HELD LIKE A TALISMAN...

...AS A DROWNING MAN MIGHT GRASP HIS LIFEBELT.

WONDERFUL. A MOST UNEXPECTED -- BUT DELIGHTFUL SURPRISE.

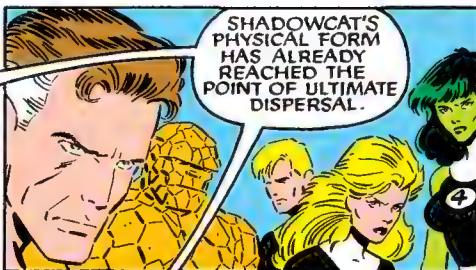
WHATEVER ELSE OCCURS HERE THIS NIGHT, MY OLD FRIEND...

...YOU ARE... DOOMED!



HOW SAD, HOW SHAMEFUL--

--THAT A CHILD MUST REMIND YOU "HEROES" OF YOUR RESPONSIBILITY. IS DOOM THE ONLY ADULT PRESENT WHO IS COGNIZANT OF WHAT IS TRULY AT STAKE HERE?



SHADOWCAT'S PHYSICAL FORM HAS ALREADY REACHED THE POINT OF ULTIMATE DISPERSAL.



ONLY PSYLOCKE'S TELEPATHIC POWERS ARE KEEPING THE GIRL'S PSYCHE FROM FOLLOWING SUIT.



HAD THIS INTERRUPTION NOT OCCURED, I WOULD HAVE SAVED HER BY NOW. AS THINGS STAND-- THANKS TO YOUR COLLECTIVE IDIOCY--I REGRET TO SAY THAT SUCCESS CAN NO LONGER BE GUARANTEED.

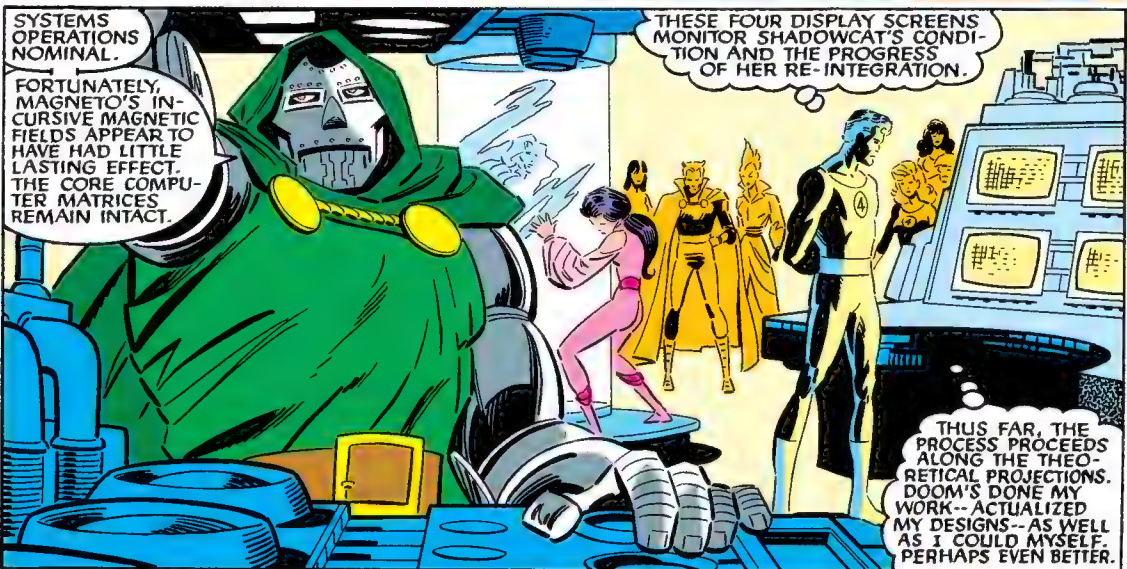
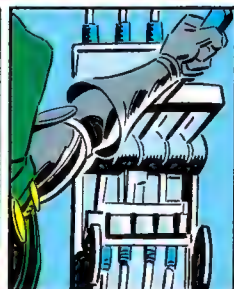
YOU HAVE YOUR POUND OF FLESH FROM US, DOOM.

AS YOU SAID, SHADOWCAT IS WHY WE ARE HERE.



I CAN BUT TRY, MY DEAR.

SAVE HER IF YOU CAN.



SYSTEMS OPERATIONS NOMINAL.

FORTUNATELY, MAGNETO'S INCURSIVE MAGNETIC FIELDS APPEAR TO HAVE HAD LITTLE LASTING EFFECT. THE CORE COMPUTER MATRICES REMAIN INTACT.

THESE FOUR DISPLAY SCREENS MONITOR SHADOWCAT'S CONDITION AND THE PROGRESS OF HER RE-INTEGRATION.

THUS FAR, THE PROCESS PROCEEDS ALONG THE THEORETICAL PROJECTIONS. DOOM'S DONE MY WORK-- ACTUALIZED MY DESIGNS--AS WELL AS I COULD MYSELF. PERHAPS EVEN BETTER.



DOES THAT MAKE ME ANGRY? JEALOUS??

AM I SO PETTY?!!

STOP THINKING ABOUT YOURSELF, RICHARDS!

SHADOWCAT IS THE ONE IN NEED.



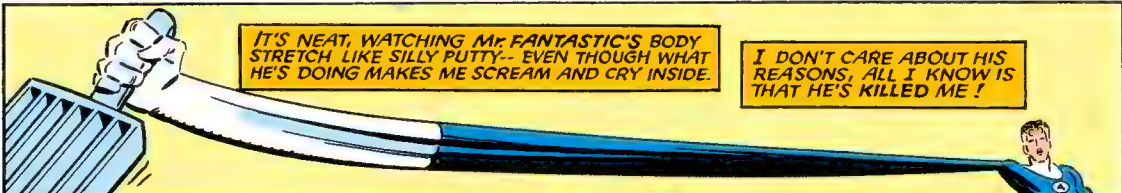
GIVE HER YOUR FULL CONCENTRATION. FEEL HARD-DONE-BY-- IF THAT'S WHAT YOU WANT-- AFTERWARDS--

WAIT!

FREEZE DISPLAY TWO--

--BLAST, THE DATA STREAM IS MOVING TOO QUICKLY, IT'S ALREADY SCROLLED PAST!

SHUT DOWN THE RE-INTEGRATION PROCESS, DOOM-- AT ONCE!

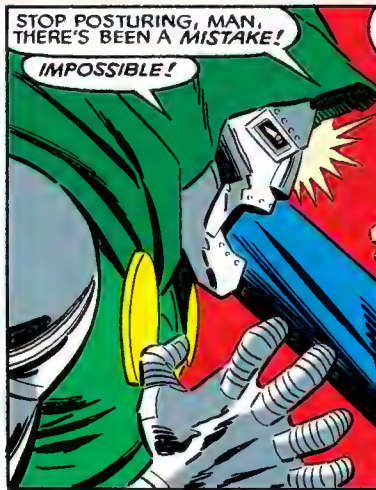


IT'S NEAT, WATCHING MR. FANTASTIC'S BODY STRETCH LIKE SILLY PUTTY-- EVEN THOUGH WHAT HE'S DOING MAKES ME SCREAM AND CRY INSIDE.

I DON'T CARE ABOUT HIS REASONS, ALL I KNOW IS THAT HE'S KILLED ME!

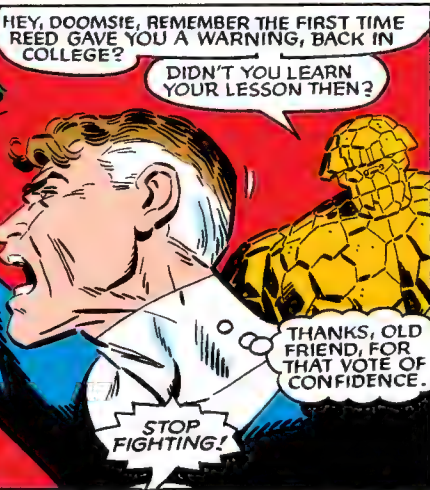


IF THE CHILD DIES, RICHARDS, LET IT BE ON YOUR HEAD! AND IT WILL BE DOOM'S PLEASURE TO SEE YOU PUNISHED TO THE FULL EXTENT OF THE LAW!



STOP POSTURING, MAN, THERE'S BEEN A MISTAKE!

IMPOSSIBLE!

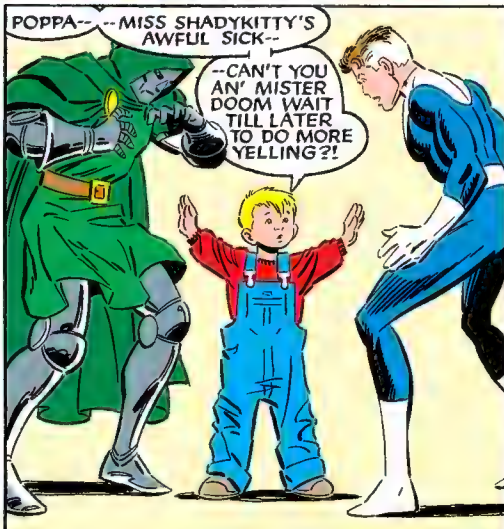


HEY, DOOMSIE, REMEMBER THE FIRST TIME REED GAVE YOU A WARNING, BACK IN COLLEGE?

DIDN'T YOU LEARN YOUR LESSON THEN?

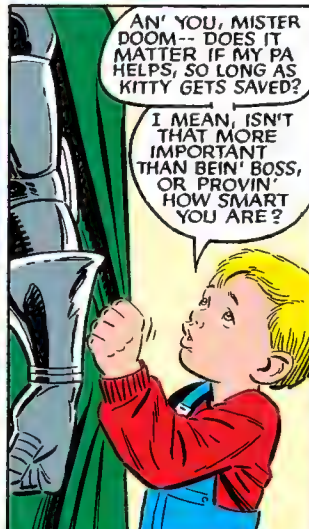
STOP FIGHTING!

THANKS, OLD FRIEND, FOR THAT VOTE OF CONFIDENCE.



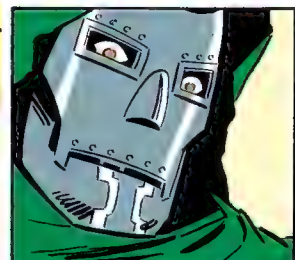
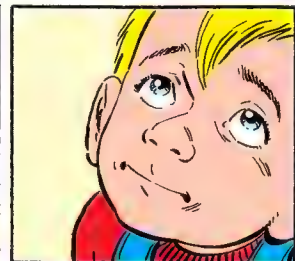
POPPA-- --MISS SHADYKITTY'S AWFUL SICK--

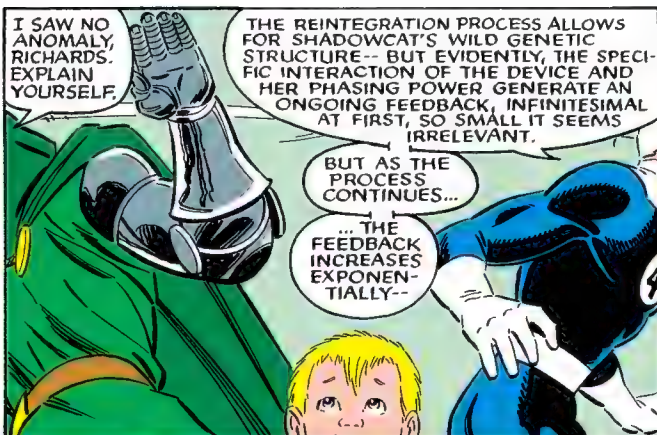
--CAN'T YOU AN' MISTER DOOM WAIT TILL LATER TO DO MORE YELLING?!



AN' YOU, MISTER DOOM-- DOES IT MATTER IF MY PA HELPS, SO LONG AS KITTY GETS SAVED?

I MEAN, ISN'T THAT MORE IMPORTANT THAN BEIN' BOSS, OR PROVIN' HOW SMART YOU ARE?





I SAW NO ANOMALY, RICHARDS. EXPLAIN YOURSELF.

THE REINTEGRATION PROCESS ALLOWS FOR SHADOWCAT'S WILD GENETIC STRUCTURE-- BUT EVIDENTLY, THE SPECIFIC INTERACTION OF THE DEVICE AND HER PHASING POWER GENERATE AN ONGOING FEEDBACK, INFINITESIMAL AT FIRST, SO SMALL IT SEEMS IRRELEVANT.

BUT AS THE PROCESS CONTINUES...

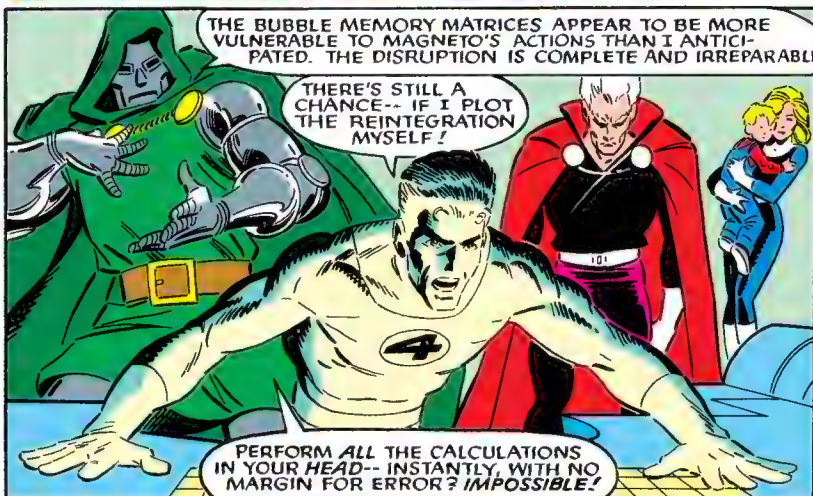
...THE FEEDBACK INCREASES EXPONENTIALLY--



--EVENTUALLY REACHING THE POINT WHERE NO AMOUNT OF FORCE CAN OVERCOME THE BUILT-UP SUB-MOLECULAR RESISTANCE, DESTROYING THE ORGANISM.

DOOM-- YOUR DISPLAYS--

--THEY'RE SPOUTING GIBBERISH!



THE BUBBLE MEMORY MATRICES APPEAR TO BE MORE VULNERABLE TO MAGNETO'S ACTIONS THAN I ANTICIPATED. THE DISRUPTION IS COMPLETE AND IRREPARABLE.

THERE'S STILL A CHANCE-- IF I PLOT THE REINTEGRATION MYSELF!

PERFORM ALL THE CALCULATIONS IN YOUR HEAD-- INSTANTLY, WITH NO MARGIN FOR ERROR? IMPOSSIBLE!



NOT EVEN DOOM'S IN-COMPARABLE MENTALITY IS CAPABLE OF SUCH A FEAT.

WHATEVER YOU'RE GOING TO TRY, DO IT NOW!

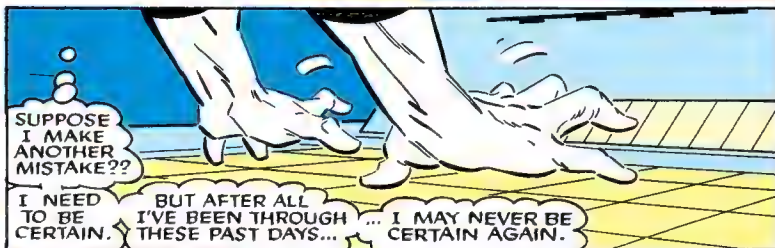
I'M LOSING HER!



MY BRAIN CREATED THIS MACHINE, SURELY IT CAN SOLVE THIS PROBLEM.

BUT-- I'D MISSED THAT FEEDBACK ANOMALY.

IT'S THE SORT OF THING THAT CAN'T BE PREDICTED, ONLY DISCOVERED AND DEALT WITH THROUGH EXPERIENCE. JUST LIKE THE COSMIC RAYS THAT TRANSFORMED SUE, BEN, JOHNNY AND ME INTO THE FANTASTIC FOUR.

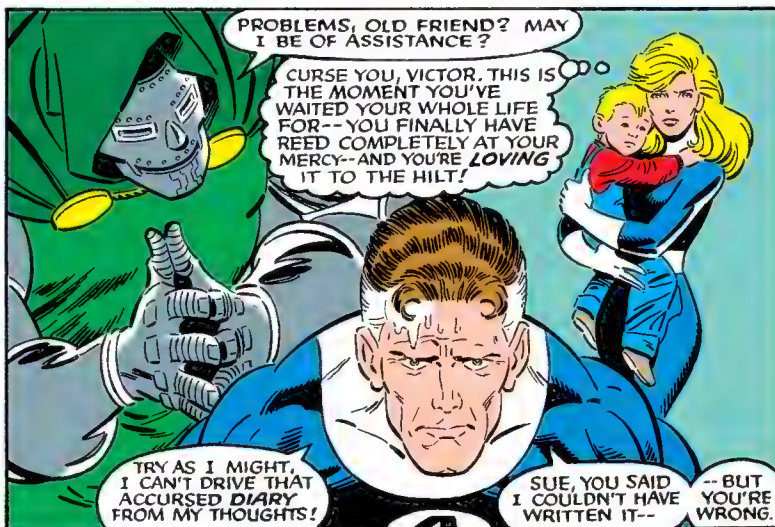


SUPPOSE I MAKE ANOTHER MISTAKE??

I NEED TO BE CERTAIN.

BUT AFTER ALL I'VE BEEN THROUGH ... THESE PAST DAYS...

... I MAY NEVER BE CERTAIN AGAIN.



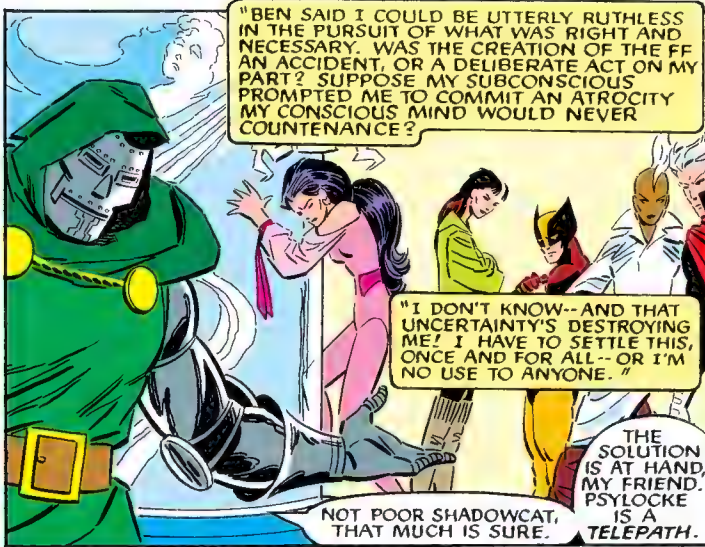
PROBLEMS, OLD FRIEND? MAY I BE OF ASSISTANCE?

CURSE YOU, VICTOR. THIS IS THE MOMENT YOU'VE WAITED YOUR WHOLE LIFE FOR-- YOU FINALLY HAVE REED COMPLETELY AT YOUR MERCY-- AND YOU'RE LOVING IT TO THE HILT!

TRY AS I MIGHT, I CAN'T DRIVE THAT ACCURSED DIARY FROM MY THOUGHTS!

SUE, YOU SAID I COULDN'T HAVE WRITTEN IT--

--BUT YOU'RE WRONG.

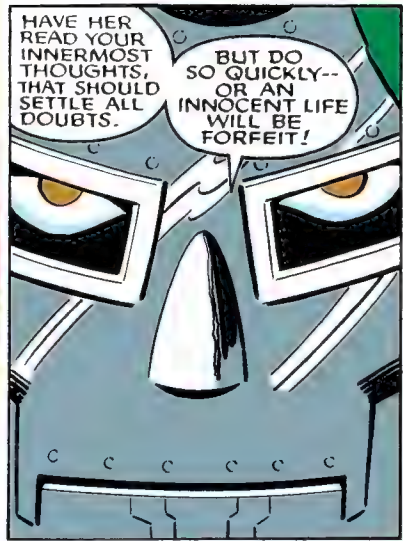


"BEN SAID I COULD BE UTTERLY RUTHLESS IN THE PURSUIT OF WHAT WAS RIGHT AND NECESSARY. WAS THE CREATION OF THE FF AN ACCIDENT, OR A DELIBERATE ACT ON MY PART? SUPPOSE MY SUBCONSCIOUS PROMPTED ME TO COMMIT AN ATROCITY MY CONSCIOUS MIND WOULD NEVER COUNTEANCE?"

"I DON'T KNOW-- AND THAT UNCERTAINTY'S DESTROYING ME! I HAVE TO SETTLE THIS, ONCE AND FOR ALL-- OR I'M NO USE TO ANYONE."

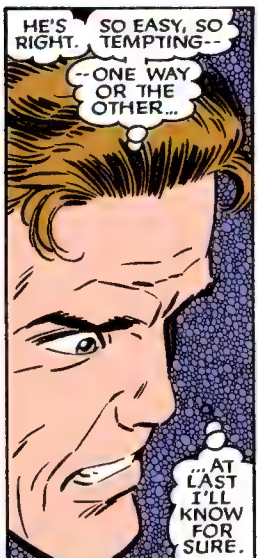
THE SOLUTION IS AT HAND, MY FRIEND. PSYLOCKE IS A TELEPATH.

NOT POOR SHADOWCAT, THAT MUCH IS SURE.



HAVE HER READ YOUR INNERMOST THOUGHTS, THAT SHOULD SETTLE ALL DOUBTS.

BUT DO SO QUICKLY-- OR AN INNOCENT LIFE WILL BE FORFEIT!



HE'S SO EASY, SO TEMPTING--

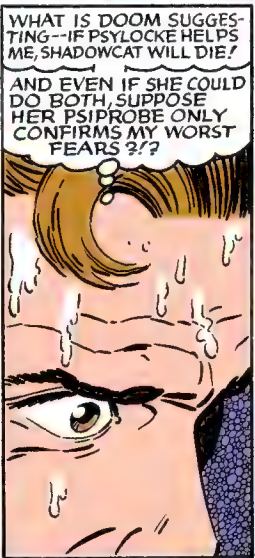
--ONE WAY OR THE OTHER...

...AT LAST I'LL KNOW FOR SURE.



FOR PITY'S SAKE--

--THERE'S NO MORE TIME!



WHAT IS DOOM SUGGESTING-- IF PSYLOCKE HELPS ME, SHADOWCAT WILL DIE!

AND EVEN IF SHE COULD DO BOTH, SUPPOSE HER PSIPROBE ONLY CONFIRMS MY WORST FEARS?!



CHOOSE, MY FRIEND.



STORM, LEMME ABSORB HIS PSYCHE. I'LL SAVE THE KID!

NO, ROGUE. WE SHALL HELP ONLY IF ASKED. THAT DECISION-- AND ITS CONSEQUENCES-- MUST REMAIN REED RICHARDS' ALONE!

TAKIN' A BIG RISK, BOSS.

I HAD NO CHOICE. AND YOU KNOW WHY.



YUP. IF THE MAN NEEDS BETTS TO VALIDATE HIS LIFE-- IF HE HAS SO LITTLE FAITH IN HIMSELF-- HE'LL NEVER BE AS GOOD AGAIN.

DEEP DOWN INSIDE, WHERE A PERSON NEEDS TO BE CERTAIN...

...THERE'LL ALWAYS BE DOUBT.

AN' THAT DOUBT'LL EAT UP HIS SOUL LIKE A CANCER, KILLIN' HIM AS SURELY AS ANY BULLET.



SUPPOSE PSYLOCKE LEARNS THE TRUTH, BUT LIES TO ME--

--FOR SHADOWCAT'S SAKE?!

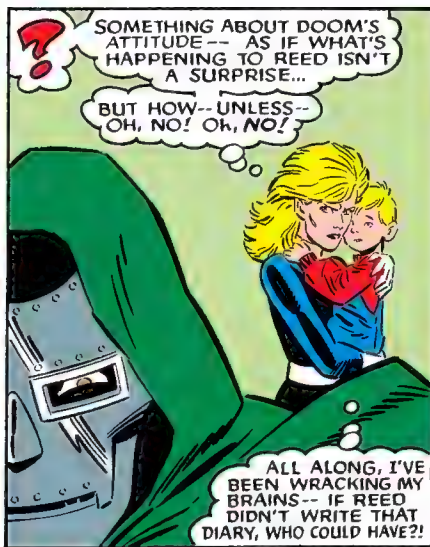
HOW CAN I BELIEVE HER?!



LORD FORGIVE ME--

-- I DON'T KNOW WHO TO TURN TO--

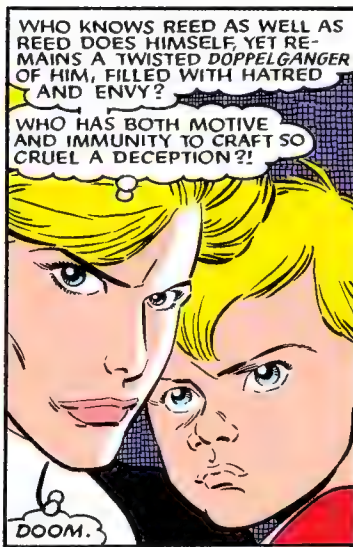
-- I DON'T KNOW WHAT TO DO!



SOMETHING ABOUT DOOM'S ATTITUDE-- AS IF WHAT'S HAPPENING TO REED ISN'T A SURPRISE...

BUT HOW-- UNLESS-- OH, NO! OH, NO!

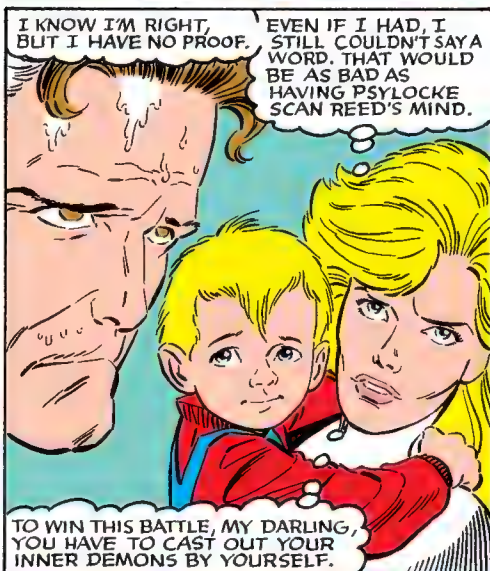
ALL ALONG, I'VE BEEN WRACKING MY BRAINS-- IF REED DIDN'T WRITE THAT DIARY, WHO COULD HAVE?!



WHO KNOWS REED AS WELL AS REED DOES HIMSELF, YET REMAINS A TWISTED DOPPELGÄNGER OF HIM, FILLED WITH HATRED AND ENVY?

WHO HAS BOTH MOTIVE AND IMMUNITY TO CRAFT SO CRUEL A DECEPTION?!

DOOM.



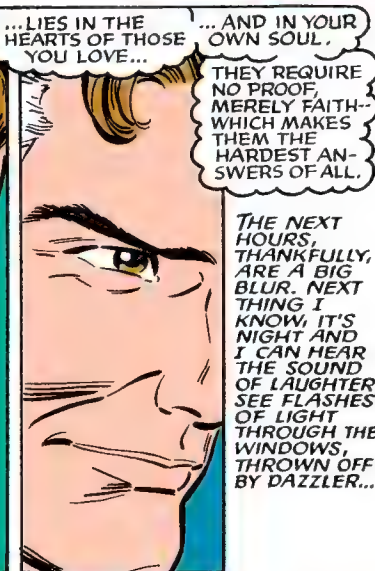
I KNOW I'M RIGHT, BUT I HAVE NO PROOF.

EVEN IF I HAD, I STILL COULDN'T SAY A WORD. THAT WOULD BE AS BAD AS HAVING PSYLOCKE SCAN REED'S MIND.

TO WIN THIS BATTLE, MY DARLING, YOU HAVE TO CAST OUT YOUR INNER DEMONS BY YOURSELF.



THE ANSWER TO WHO AND WHAT YOU ARE...

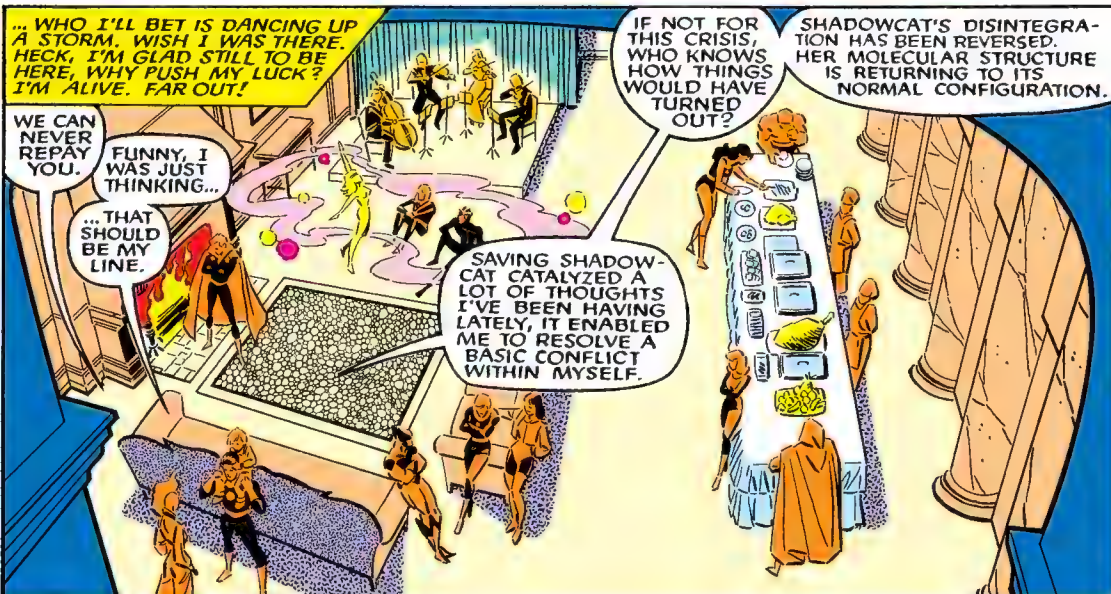


...LIES IN THE HEARTS OF THOSE YOU LOVE...

... AND IN YOUR OWN SOUL.

THEY REQUIRE NO PROOF, MERELY FAITH-- WHICH MAKES THEM THE HARDEST ANSWERS OF ALL.

THE NEXT HOURS, THANKFULLY, ARE A BIG BLUR. NEXT THING I KNOW, IT'S NIGHT AND I CAN HEAR THE SOUND OF LAUGHTER, SEE FLASHES OF LIGHT THROUGH THE WINDOWS, THROWN OFF BY DAZZLER...



... WHO I'LL BET IS DANCING UP A STORM. WISH I WAS THERE. HECK, I'M GLAD STILL TO BE HERE, WHY PUSH MY LUCK? I'M ALIVE. FAR OUT!

WE CAN NEVER REPAY YOU.

FUNNY, I WAS JUST THINKING...

... THAT SHOULD BE MY LINE.

IF NOT FOR THIS CRISIS, WHO KNOWS HOW THINGS WOULD HAVE TURNED OUT?

SHADOWCAT'S DISINTEGRATION HAS BEEN REVERSED. HER MOLECULAR STRUCTURE IS RETURNING TO ITS NORMAL CONFIGURATION.

SAVING SHADOWCAT CATALYZED A LOT OF THOUGHTS I'VE BEEN HAVING LATELY, IT ENABLED ME TO RESOLVE A BASIC CONFLICT WITHIN MYSELF.

IT WON'T BE A QUICK CONVALESCENCE, I'M AFRAID. IN EFFECT...

WE'LL BE LETTING THE NATURAL HEALING PROCESS RUN ITS COURSE.

BUT THE PROGNOSIS IS GOOD. HER RECOVERY SHOULD BE COMPLETE.

YAY, DADDY!

MY MISTAKE-- AND DOOM'S-- WAS IN TRYING TO RUSH THINGS ALONG.

FORTUNATELY, THAT ERROR WAS CORRECTABLE. HOW BLITHELY HE FORGIVES.

EVERYONE BUT HIMSELF.

UNDER THE CIRCUMSTANCES, VICTOR...

...YOU'RE BEHAVING WITH UNCOMMON GOOD GRACE.

EVEN A GYPSY'S SON, SUSAN, HAS SOME SMALL AWARENESS OF THE RULES OF HOSPITALITY.

YOU KNOW, MY SON HAD A PROPHECIC DREAM-- A SORT OF HARBINGER OF THIS WHOLE ADVENTURE.

FASCINATING.

WE ARE MUCH ALIKE, RICHARDS AND I. AS CAIN AND ABEL, AS DAVID AND JONATHAN--WHAT OF IT?

ON YOUR TOES, THING.

DOOM WANTS TROUBLE, DOLL...

...I'LL GIVE HIM A MOUTHFUL.

MAGNETO'S MAKIN' A MOVE, TOO.

DR. RICHARDS-- IN DARKER TIMES, WE WERE BITTER FOES. I DO NOT ASK YOU NOW TO FORGET WHAT I WAS, OR FORGIVE WHAT WAS DONE.

THIS DAY, HOWEVER, I ACTED THE FOOL. I LET RAGE AND FEAR AND MISTRUST RULE...

...AND ALMOST PAID THE MOST TERRIBLE OF PRICES.

PLEASE-- ACCEPT MY THANKS FOR THE LIFE OF KITTY...

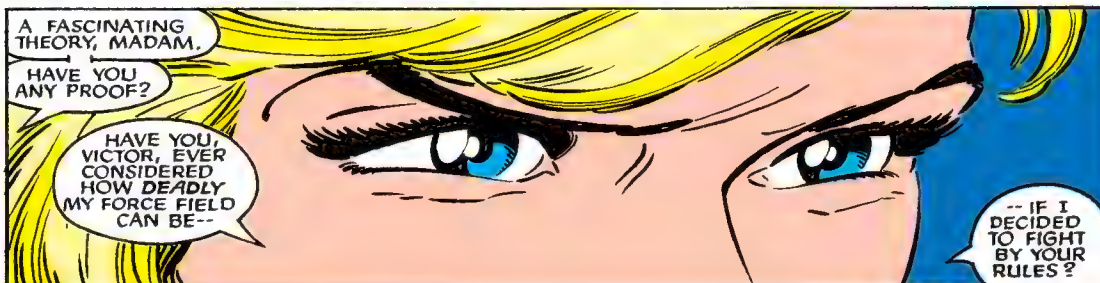
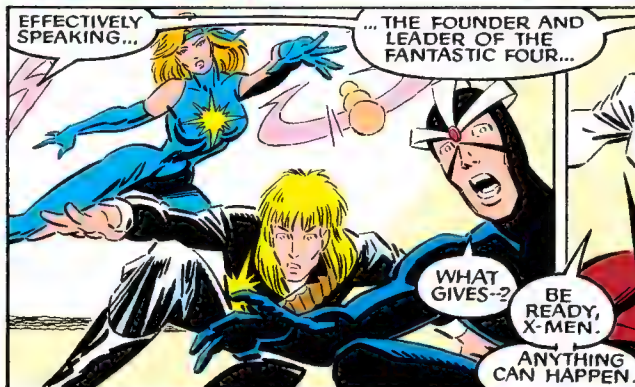
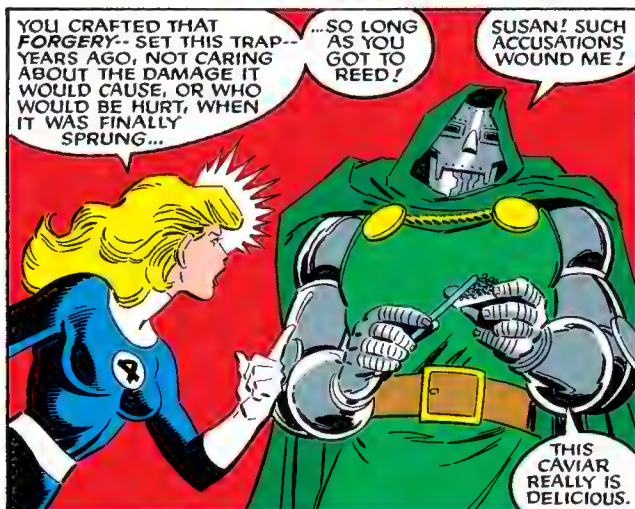
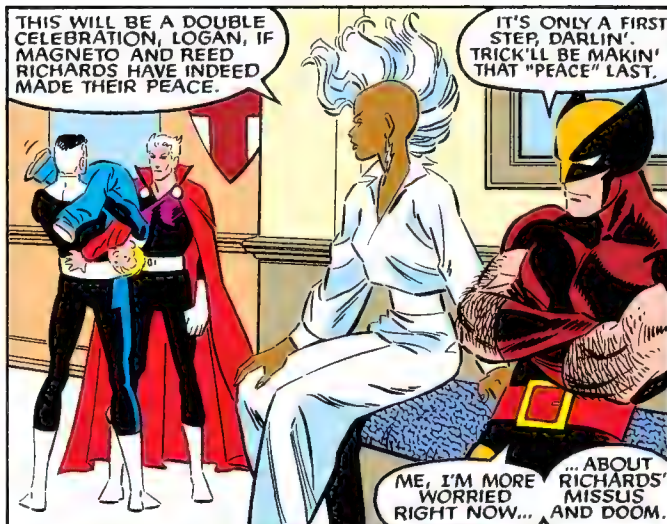
... AND...

... MY APOLOGY.

THE MAGNETO I REMEMBER COULD NOT HAVE SAID THOSE WORDS. HE HAD TOO MUCH ARROGANCE TO EVER ADMIT A MISTAKE.

PERHAPS-- I HAVE MISJUDGED YOU.

I TRULY HOPE SO.





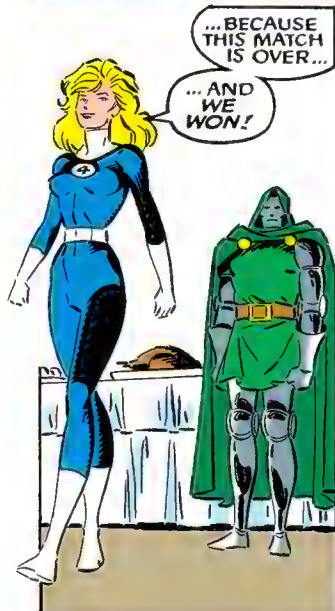
IS THAT A CHALLENGE, SUSAN--

-- YOUR WILL AND NATURAL STRENGTH, VERSUS MY TECHNOLOGY?

BE CAREFUL, VICTOR. A LIONESS IS MOST DANGEROUS...

...DEFENDING MATE AND CUB AND DEN.

BUT THERE'S NO NEED TO SPEAK OF CHALLENGES OR PROOF...



...BECAUSE THIS MATCH IS OVER...

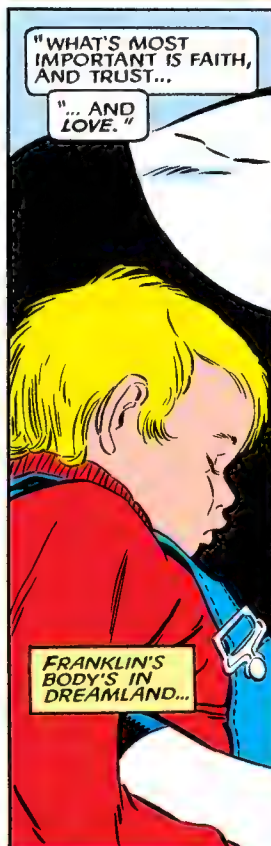
...AND WE WON!



YOU TOOK THE HARDEST, CRUELEST SHOT AT US YOU EVER HAVE, DOOM-- YET WE SURVIVED. NOT WITHOUT PAIN OR SCARS, BUT IN A WAY THAT'S LEFT US STRONGER--AS INDIVIDUALS, A TEAM, A FAMILY-- THAN BEFORE.

AND THE TRAGEDY IS THAT YOU'LL NEVER COMPREHEND WHY.

SOMETIMES, IT ISN'T THE DETAILS OF LIFE THAT MATTER.



"WHAT'S MOST IMPORTANT IS FAITH, AND TRUST..."

"... AND LOVE."

FRANKLIN'S BODY'S IN DREAMLAND...



...SO HIS ASTRAL SELF CAN COME VISITING.

I'LL BE OUT OF THIS TUBE SOMEDAY, FRANKLIN. MAYBE THEN WE CAN HOLD HANDS FOR REAL.

I'D LIKE THAT.



DOWNSTAIRS, THEY'RE PLAYING A WALTZ, MY FAVORITE. I LEAD. HE LEARNS FAST. WAY TO GO!

MAYBE, IF IT'S OKAY, I COULD VISIT, FROM TIME TO TIME--Y'KNOW, THIS WAY, WHEN I'M ASLEEP.



I'D LIKE THAT, TOO.

OUR NIGHTMARE'S OVER.

OUR DREAM HAS JUST BEGUN.

FIN.

Marauders character design sketches
by John Romita Jr.



The Uncanny X-Men #210 cover original art
by John Romita Jr. & Bob Wiacek



The Uncanny X-Men #213 cover original art
by Alan Davis & Paul Neary

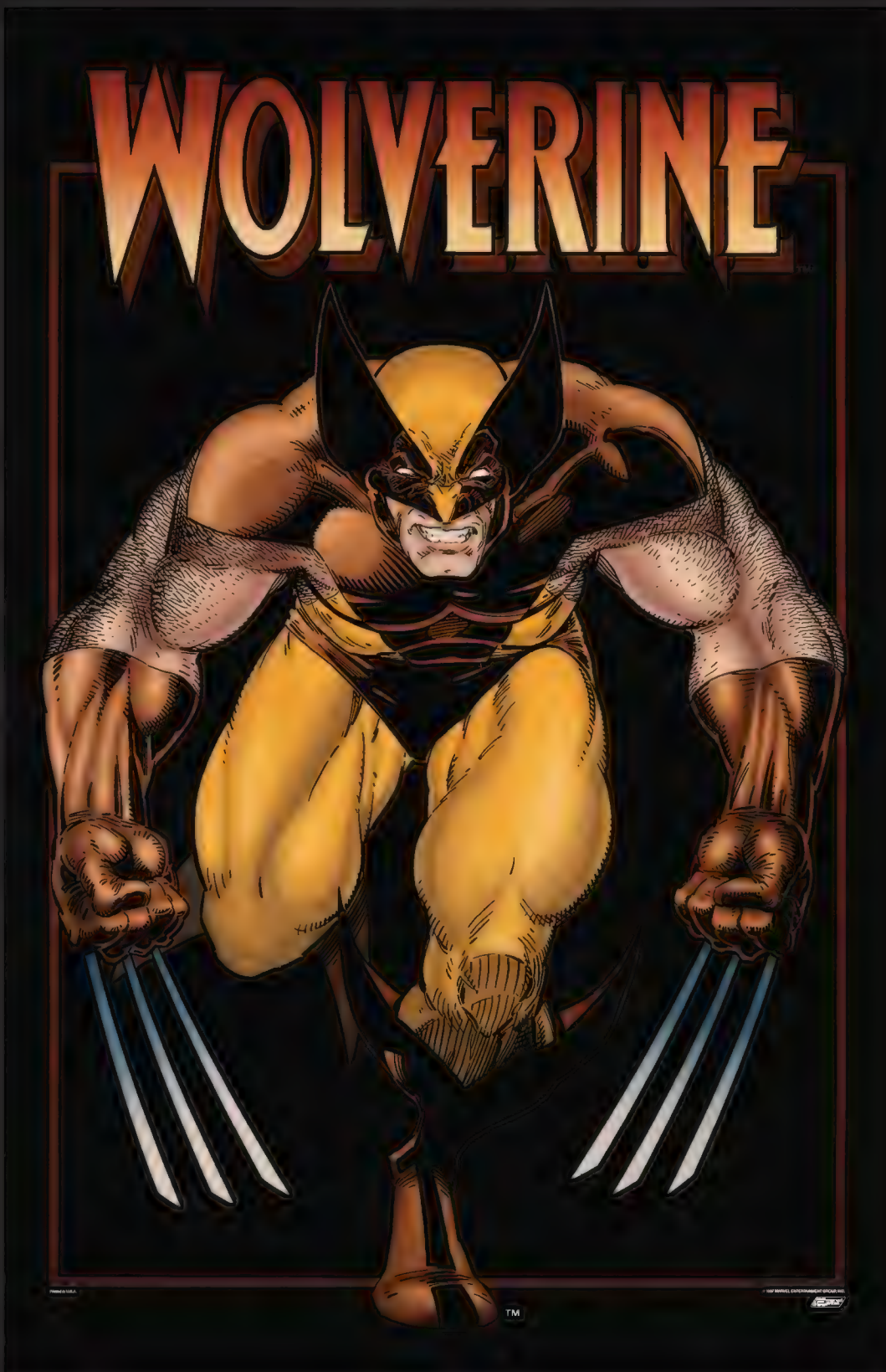


This 1986 Marvel Comics promo poster by Arthur Adams was such a hit that a year later it was released by Marvel Press with new coloring.



SOLD HERE

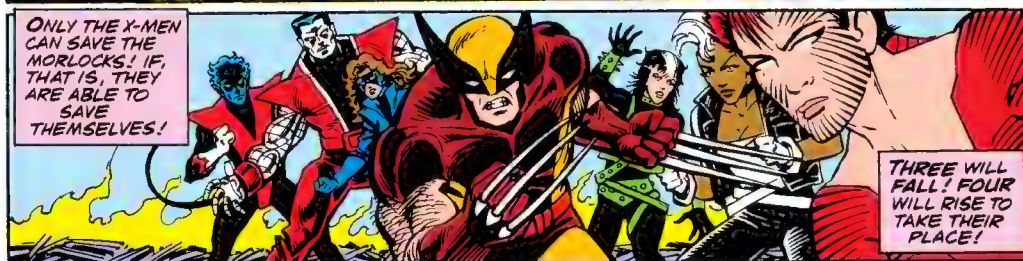
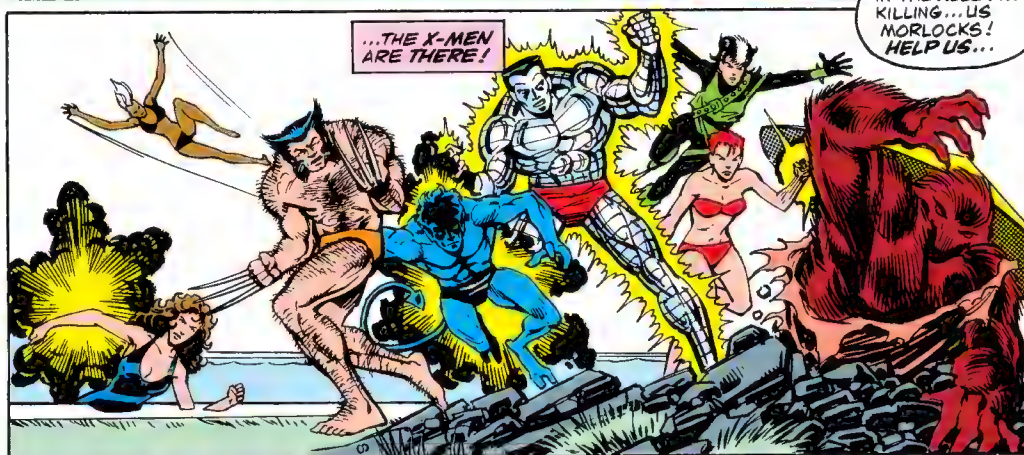
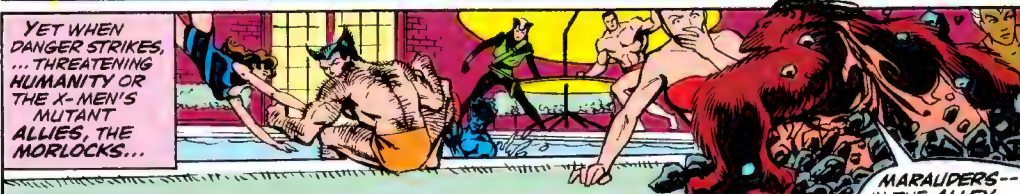
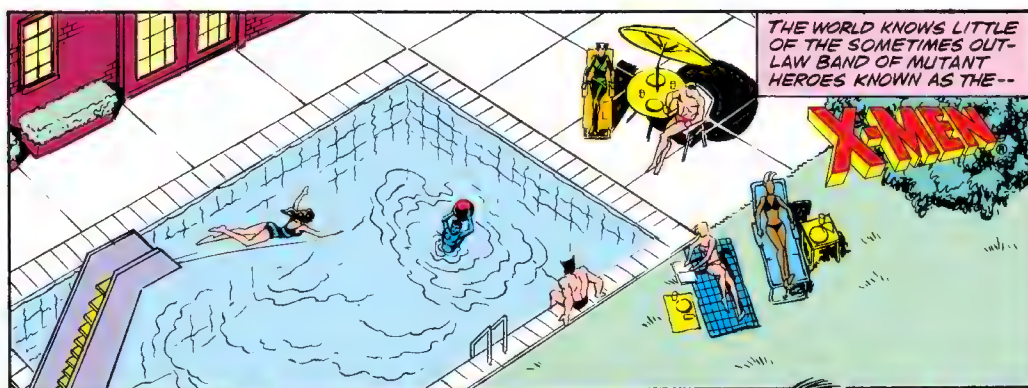
1987 *Marvel Press* Wolverine poster
by Arthur Adams



1987 Marvel Press X-Men poster
by Arthur Adams & Linda Medley

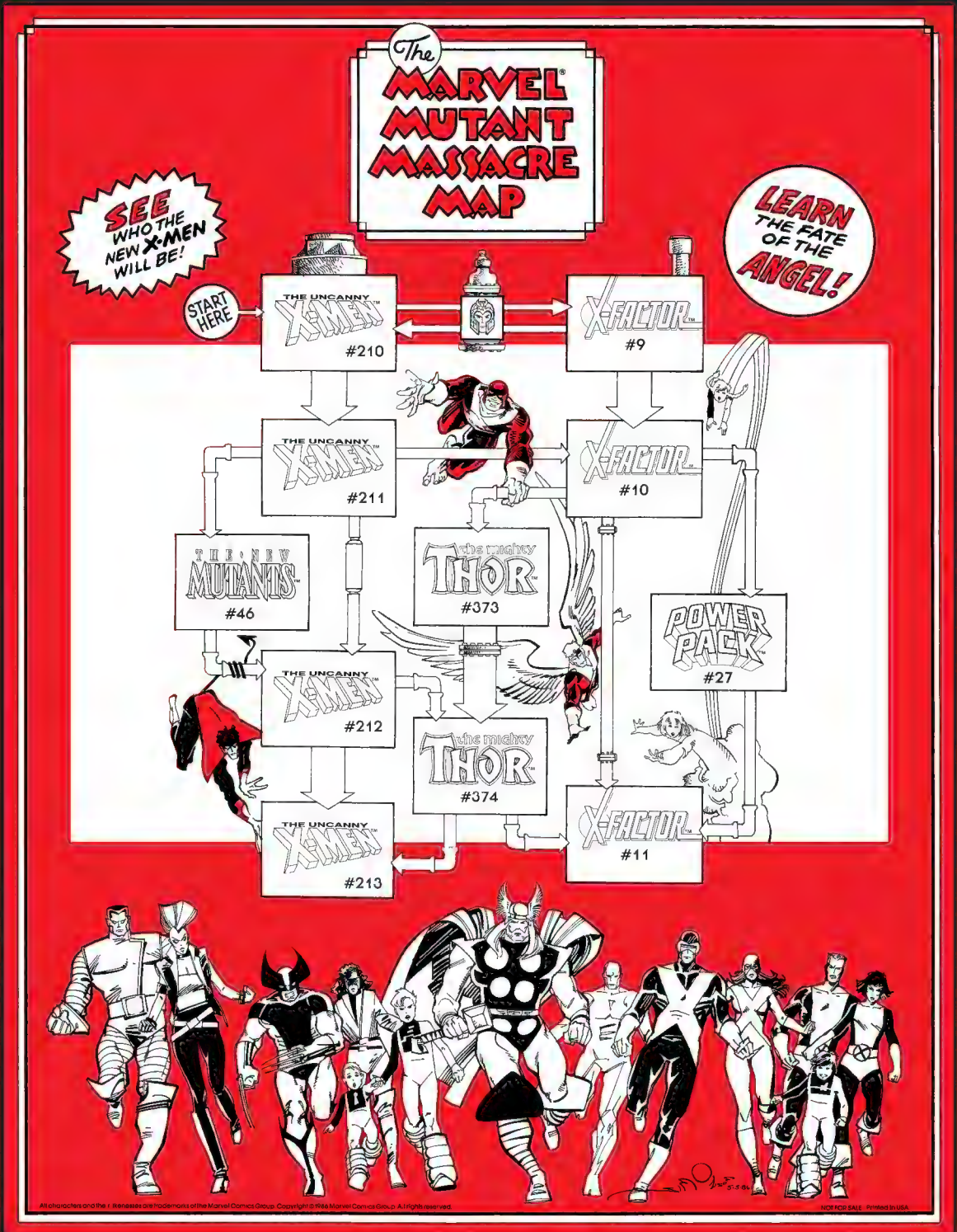


Marvel Age Annual #2 (1986) promoted upcoming storylines with short, one-page features, including the X-Men "Mutant Massacre" saga.



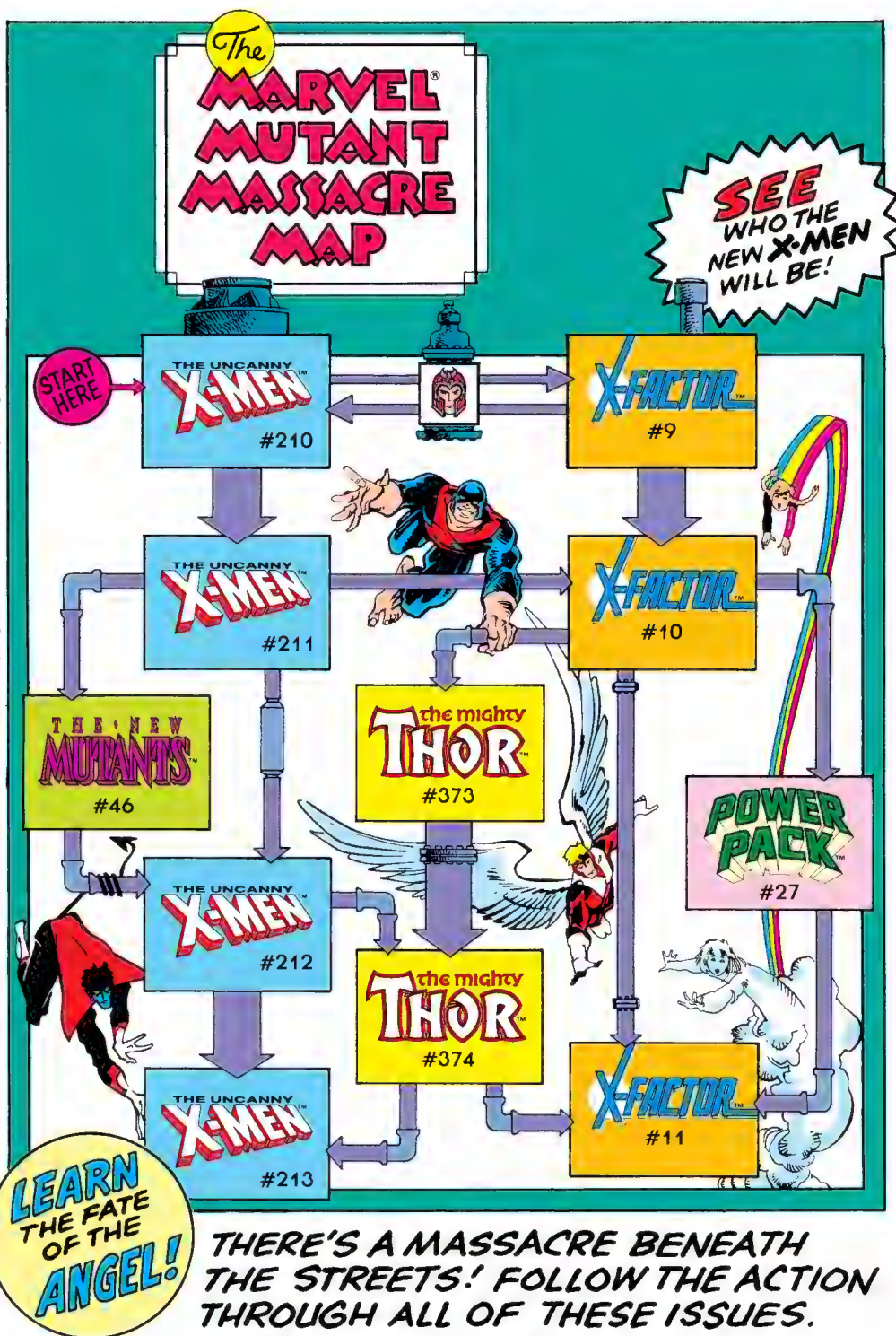
WRITER: LOUISE SIMONSON ★ PENCILER: ALAN KUPPERBERG ★ INKER: ART NICHOLS

Marvel offered retailers this two-color promo poster with artwork by Walter Simonson detailing “Mutant Massacre” and its ancillary tie-ins.



A version of "The Mutant Massacre Map" with modified art and copy was featured as a full-color house ad in November 1986 Marvel titles.

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Power Pack is available only at your local comic book shop. For the address of the shop nearest you, check your Yellow Pages under "Books, new and used."

Marvel Age #43 (October 1986) teased the departure (possibly even death) of half of the X-Men in "Mutant Massacre."

X-TRA

THE *MUTANT* REPORT

X-TRA

VOLUME 2

"THE NEXT STEP IN NEWS EVOLUTION"

NUMBER 2

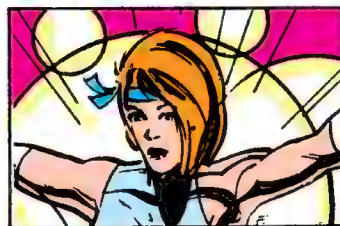
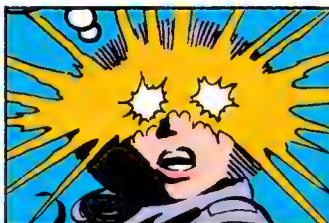
HALF THE X-MEN TO BE REPLACED AFTER MUTANT MASSACRE!



As a result of the story starting in X-MEN #210, the X-Men's lineup will be changing significantly—in fact, half the team will be replaced. We aren't saying just who's in that half, but some of the characters who may be replacing them include the Dazzler, Havok, Psylocke, and Longshot, fresh from his appearance in X-MEN ANNUAL #10 (which is the sequel to NEW MUTANTS ANNUAL #3).

The story will run through X-MEN #210, to X-FACTOR #9, to X-MEN #211, to X-FACTOR #10, and finally to POWER PACK #27. The X-Factor and Power Pack segments of the story will be written by Louise Simonson, and this story promises to change mutantdom forever! The tale revolves around a massacre, and, as Chris Claremont put it, "The massacre will introduce the new team of villains, the Marauders. They work for the X-Men's new major villain, Mister

WHO WILL REPLACE THEM?



Sinister." While we aren't going to give away just who gets massacred,

we will say that there is an awful lot of them!

Marvel Age #43 feature on a never-realized *Phoenix* series and a *Colossus* series that would be written by Ann Nocenti and serialized in *Marvel Comics Presents*.



Coming Soon: PHOENIX Limited Series

She's from a future that may or may not be ours. She's living in a past that isn't quite the way she remembers it. She's Rachel Summers, daughter of Scott Summers and Jean Grey, Cyclops and Marvel Girl of X-FACTOR! But her mother was

Phoenix, and in the Marvel Universe Scott and Jean aren't married. In fact, Scott has a son by his wife Madelyne! These are definitely not the average problems that face most young women. But then, Rachel isn't exactly average.

This is the background for THE PHOENIX Limited Series, written by Chris Claremont and drawn by Rick Leonardi and Dan Green. Rachel, having retreated to current time to escape from a grim anti-mutant future, has joined the X-Men and is using her telepathic powers as the new Phoenix. But since she adopted her mother's name in battle against the Beyonder, nothing has gone right.

The plot of the Limited Series deals with the dread villainess Spiral (remember her from LONGSHOT and, more recently, the Freedom Force?) and lots of psychological ramifications and complications. It examines how Rachel is coping with being in a past that resembles—but isn't quite—the one that preceded her world. She will meet Power Pack in the first issue and see little Franklin Richards. In her time, Rachel is in love with a grown Franklin! Here he is a child, and she is much older than him, and this situation will cause her to do some serious soul searching.

There will also be lots of cameos and guest appearances, lots of flash-forwards, and lots of fantastic visuals by Leonardi and Green. We'll have more information on the Limited Series as its publication approaches, so stay tuned.

—Bill Slavicsek

COLOSSUS ARTIST TREKS TO RUSSIA

In the interest of artistic accuracy, the COLOSSUS Limited Series by Chris Claremont and Rick Leonardi is being postponed for a few months. The reason is that in order to present a more accurate and realistic interpretation of the Soviet Union, Rick will be taking a trip to Irkutsk!

In the tradition of the X-MEN's creative team's trip to France last year, Rick will be taking in the sights of the Soviet countryside to get a feel of the atmosphere to add even more punch to his visuals.

The series will deal with Peter's long-overdue return to the Soviet Union to visit his family and decide exactly where his powers would be most useful. We'll learn more about the place where Peter and Ilyana grew up, and more about the people they left behind to become X-Men.

"We don't know much about where Colossus and his family are from, just the little bit that's been revealed over the years," said Rick. "I hope I'll find some things that will give Chris some ideas."

Rick is looking forward to his trip, which will also include stops in such exotic locales as Japan, and others. "I'll take dozens of photos and bring back lots of documentation to use in the series," said Rick. "We could do it now and show a Siberia that includes all of the common clichés, but I hope this trip will provide us with the inspiration to do something a little different, to reach a little farther."

"I'd like the COLOSSUS Limited Series to be a little more than just entertainment," said Rick. "I'd like it to be a little educational as well." We know it will be worth the wait.

Marvel Age #46 (January 1987) featured a *Fantastic Four vs. The X-Men* cover by Jon Bogdanove & Terry Austin as well as a three-page feature on the miniseries.



X-TRA

THE

MUTANT

REPORT

X-TRA

VOLUME 2

"THE NEXT STEP IN NEWS EVOLUTION"

NUMBER 5

THE **X-MEN**[®] VERSUS THE **Fantastic Four**[®]

Ramifications. That's the word that best sums up the soon-to-be-released THE X-MEN VS. THE FANTASTIC FOUR Limited Series. From a mysterious diary to a loss of confidence to the aftermath of the Maurauder/Mutant Wars, the four-issue saga pushes each super team to its psychological limit in a clash of scientific technology, powerful abilities, and strength of will.

Written by Chris Claremont and edited by Ann Nocenti and Don Daley, the series will explore the nature of Reed Richards' persona and his relationships, the deep family spirit of both groups of heroes, and the lengths friends will

go to in order to save someone they love.

"It all begins when Sue Richards (the Invisible Woman) discovers a diary in the attic," explained Don. "Written in Reed's handwriting, the diary explains that he knew all about the dangers involved in going into space in an unshielded ship. In other words, Reed knew what the results of being exposed to cosmic rays would be for him and his friends *before* they took the fateful voyage into outer space that turned them into the Fantastic Four."

"The X-Men, meanwhile, are still recovering from the mutant mas-

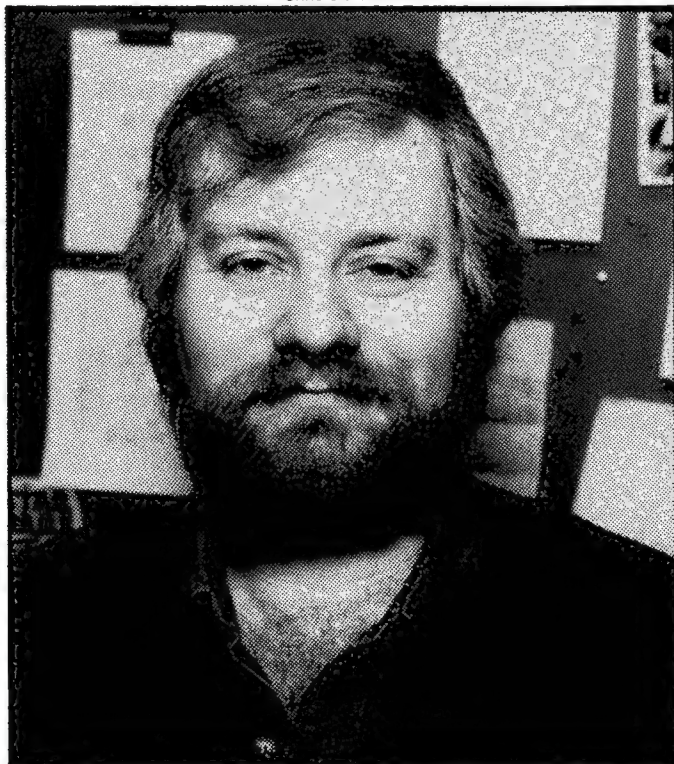
sacre that destroyed the Morlocks tunnels," said Ann. "One of the most badly injured is Kitty Pride. Her only chance for survival lies in Reed's advanced technological procedures. But because the methods are experimental and with the sudden appearance of the diary, Reed has begun to doubt his abilities. He doesn't want to subject the poor girl to something that may turn her into a monster. He doesn't trust his once-incomparable intellect."

This is the background upon which Chris plays his story of emotional conflict. It's a story that could well lead to major changes in some of Marvel's most popular characters. And, as an added treat, the artwork is being handled by an up-and-coming new artist and a seasoned fan favorite.

Jon Bogdanove is perhaps best known for his recent work as the regular artist for POWER PACK. Terry Austin is remembered for his embellishment of John Byrne's pencils in THE X-MEN of a few years back, as well as his more recent inking jobs, such as this year's WEB OF SPIDER-MAN ANNUAL. Together, they are producing some of their best comic illustrations to date.

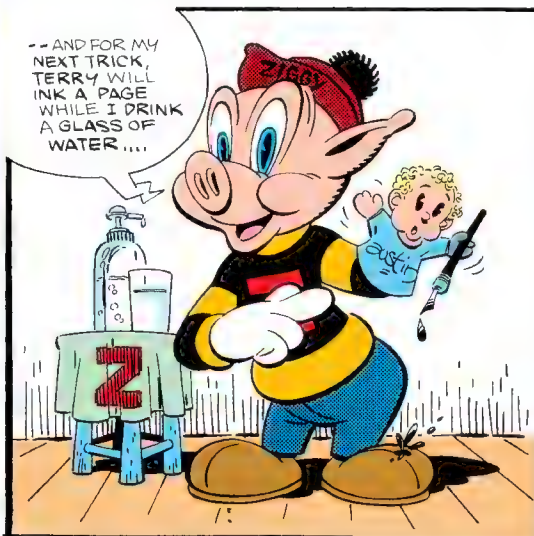
Jon, a relative newcomer to Marvel, is quickly making his mark. Jon has always loved comics, and it was a dream come true when he got his first assignment to pencil ALPHA FLIGHT back in April of 1985. Then he went on to become the regular penciler on POWER PACK. Team books have been his specialty since coming to Marvel. It seems only natural that he would get a shot at drawing a special set of issues featuring two of Marvel's most popular super teams.

"Working with Louise Simonson on POWER PACK really prepared

Chris Claremont



John Bogdanove



Terry Austin

me for this Limited Series," said Jon. "Louise and Chris are two of the top writers working in comics today. Both know how to create gripping stories in a team framework. It all comes down to the emotional interplay, and they are two of the best at it. It's what makes both writers so wonderful at what they do."

An admirer since his days as a fan, Jon was always intrigued by Chris's X-MEN, Louise's POWER PACK, and the FANTASTIC FOUR. "The way the characters all related and interacted with each other made it very real for me," he explained. "That's carried over into my professional career and is very important to me as an artist. When the characters become so real that their personalities impose themselves on my images of them, then they come alive when I draw them. I feel like I'm doing portraits. Chris' writing is so visual that it becomes that real. You can see it in POWER PACK and I think you'll see it here as well."

Jon said that Chris is a "very evocative writer. His plots are almost novelettes. He sets the mood and tone so well that the visual images just come to me." He especially feels that way about the characterization of Reed Richards and Wolverine. "Wolverine is a fantastic character. I've done a Wolverine that I feel is the definitive Wolverine. Wait until people see him!"

Team dynamics is something with which Chris knows how to work. But it's also very important to make something as special as a Limited Series come together. Be-

sides the writer and penciler, the inker is a very important member of the creative team. As Jon put it, "I love Terry's work. We met at the Marvel Christmas Party this past



year and couldn't wait to find a project we could work on together. He's a sensitive artist who brings out the best in the people he works with. He was one of the big reasons I decided to take a break from *POWER PACK* to do *THE X-MEN VS. THE FANTASTIC FOUR*. I'm really excited. I think it's the best work I've done yet, and I can't wait to see it with Terry's inks."

With many of the X-Men badly hurt or worse due to the mutant wars, Jon will only get to draw some of his favorites in prone positions. But there will still be more characters than he's ever handled in one book before, and the whole project is frantic, crazy, and fun. "This is my first chance to draw some of Marvel's biggies. Of course, little Franklin Richards appears. He's one of my favorites in *POWER PACK* and I'm glad Chris wrote him into this story. I also get to draw Wolverine (Yay!), Dazzler, The Thing, She-Hulk, and lots of others," Jon said.

During the infamous mutant massacre, Kitty is permanently phased while battling Scrambler. Now she is having trouble with such necessary functions as eating and breathing as her body slowly fades away and her molecules drift farther apart. To save her, Magneto goes to Reed Richards for help. But the leader of the Fantastic Four is in the midst of an emotional crisis. There have always been gaps in his

pre-FF memories, but with the discovery of his old diary Reed must face the fact that he used his best friends as nothing more than guinea pigs. Can he allow himself to subconsciously use young Kitty as well?

"Chris pulls together the characterizations so neatly and honestly that each hero comes alive," said Jon. "Take Ben Grimm, for instance. There is some really neat interaction between him and She-Hulk. Chris capitalizes on Ben's sensitivity and intellect and we forget that he's a mass of orange rocks. He's really a man and you'll see that in the Limited Series."

What will be the ramifications of the mysterious diary? What's going to happen when Ben finds out that Reed knew he would become an orange monster by going with him into space? What does this conflict mean for the dying Kitty Pryde and will the X-Men just sit idly by and watch her phase away? We'll see these things and more as the four-issue Limited Series unfolds.

With the many facets of the gripping storyline, with the mesh of interesting personalities, this could possibly be some of Chris's best work. "Just watch as the pieces all fall together," said editor Don Daley.

"I think the biggest thing about the Limited Series is Chris's handling of Reed Richards," said Jon.

"This could be a big turning point in (Reed's) life. I mean, over the years he has been a rather cold individual. Science has seemed to play a more important part in his life than his own family. Let's face it, he's been a rather rotten father. Just like the guy in the Harry Chapin song who had no time for his son. He's so flexible in body, but so rigid in mind. Mr. Fantastic can save the universe a thousand times over, but I feel the most heroic thing he could ever do is be a father to his son and a husband to his wife. This whole conflict shakes him up a bit, even shatters his once-undaunted confidence. When it's all over, it could make him a little more human—or it could totally destroy him."

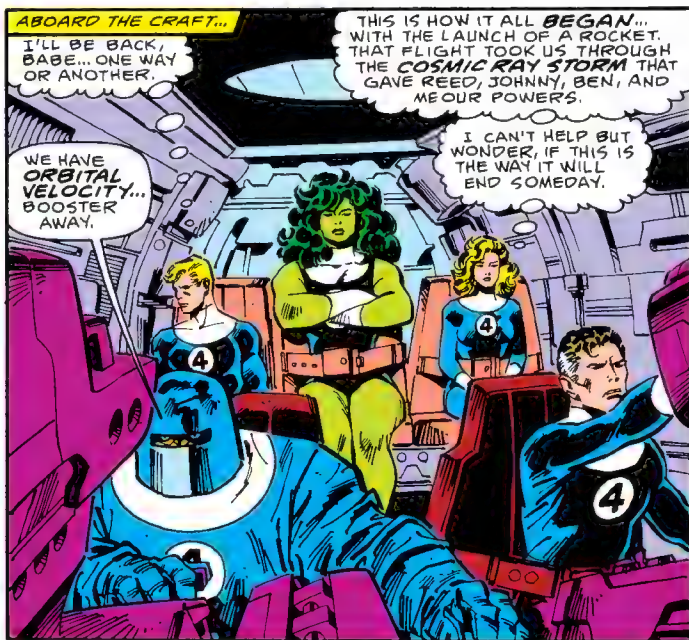
As this emotional conflict builds, as the two super teams head for the inevitable major confrontation, something else is going on. Franklin, the mutant member of Power Pack who goes by the nickname Tattletale, is being troubled by terrible nightmares. In these dark dreams little Frankie is haunted by a scary, shadowy figure who threatens his family and friends. And we all know that Frank's dreams have a terrible habit of coming true . . .

And yes, the newest members of the X-Men will be appearing in the Limited Series as well. Dazzler, Havoc, Psylocke, and Longshot will each have major roles as the story unfolds.

"Through all the franticness, Ann Nocenti has been a guiding force editorially," said Jon. "She has been an ideal liaison and has kept the production going along smoothly and happily. She has such an affinity for all these characters—both X-MEN and FF—and she understands the concept of group team-ups completely. She works hard to protect the integrity of both teams, not letting either one overshadow the other."

The X-Men. The Fantastic Four. Such a teaming alone has the potential for making a great Limited Series. Add Claremont, Bogdanove, Austin, Daley, and Nocenti—along with a powerful story that wraps up the Mutant Massacre and pits the two teams against each other and themselves—and you've got a very special limited series that you'll be talking about for years to come. Watch for it.

—Bill Slavicsek



Marvel Age #47 (February 1987) featured a news item on *The Uncanny X-Men* #215 and an appreciation of 1960s X-Men artist Werner Roth.

X-TRA

THE *MUTANT* REPORT

X-TRA

VOLUME 2

"THE NEXT STEP IN NEWS EVOLUTION"

NUMBER 6

STARJAMMERS HELP NEW MUTANTS CELEBRATE 50TH ISSUE

From the moment the news was released, everyone knew it was destined for greatness. When the Graphic Novel hit the stands, imaginations everywhere began to soar. When it became a monthly series, the fans responded enthusiastically and consistently placed it on Marvel's "Top Ten" list. *THE NEW MUTANTS* have changed and grown since their initial appearance, and the series has always maintained the high level of excitement set forth in the original Graphic Novel.

And now, after forty-nine monthly offerings, a couple of annuals, and a few assorted specials, *THE NEW MUTANTS* has reached its 50th an-

niversary. In a few short weeks that momentous occasion will be celebrated in a double-sized issue featuring a very special story, a load of super guest stars, and a villain of galactic proportions.

The special anniversary adventure of the younger students at Xavier's School for Gifted Youngsters will be a tale that guest stars those space-hopping buccaneers, the Starjammers. And along for the ride will be Professor Charles Xavier. It's Professor X's first meeting with his students since he was mortally wounded and placed his charges in Magneto's somewhat reluctant care. How will everyone respond to this get-to-

gether? It's bound to be interesting...

While we're on the subject of get-togethers, this anniversary story will also feature the long awaited (and dreaded) reunion between Warlock and his father, Magus. Everyone knows that Warlock ran away from home because in his alien culture the fathers and sons must battle to the death. Well, Magus has been searching for his son for awhile now in order to keep up the old traditions. Can Warlock, his New Mutant teammates, and the Starjammers stop the raging Magus? And just think, this is all only a prelude to the next 50 issues of thrills!

X-MEN PLAY A MOST DANGEROUS GAME

What are the consequences when a hero's super power becomes the most important thing in his life? When fighting crime becomes an excuse to exercise one's battle lust? When upholding law and order becomes secondary? It's a situation that will be explored in "Old Soldiers," an upcoming tale of suspense starring *The X-Men*.

This story, a variation of "The Most Dangerous Game" theme, introduces three new characters. The trio are retired super heroes from World War II who have developed an interesting method for keeping themselves in shape and keeping their skills sharp. They capture criminals (or at least those persons they have branded as criminals) and set them loose in an isolated, enclosed forest. Then they hunt them down in a particularly cruel



and vicious game of cat-and-mouse. But when the mouse is an X-Man, the cats may have just a bit of a problem.

The story introduces Super Sabre, Stonewall, and the Crimson Commando as the "old soldiers" from WW II with the bizarre hobby. Their latest exercise session includes Storm as an unwilling participant and a preppy drug dealer who wishes he was anywhere else. Storm has two strikes against her as far as the three "heroes" are con-

cerned. She is a mutant and she was a known criminal in Cairo. As the reluctant team of mutant and criminal tries desperately to survive, another X-Man is hunting for his missing teammate. And when Wolverine hunts, Wolverine catches. But can even he arrive in time to save Storm?

And have you met the newest X-Men? Longshot (hot off his guest stint in the X-MEN ANNUAL) and Dazzler have joined the group to help fill the thinning ranks. With

Nighthowler, Colossus, and Shadowcat down for the count since the terrible Mutant Massacre, and Phoenix nowhere to be seen (although her upcoming Limited Series will soon fix that), these two will be playing very important roles in the months ahead. And a third new team member will be appearing soon, but we don't want to give away his identity just yet. Be here next month for more exciting news from the mutant front.

—Bill Slavicsek

WERNER ROTH APPRECIATION

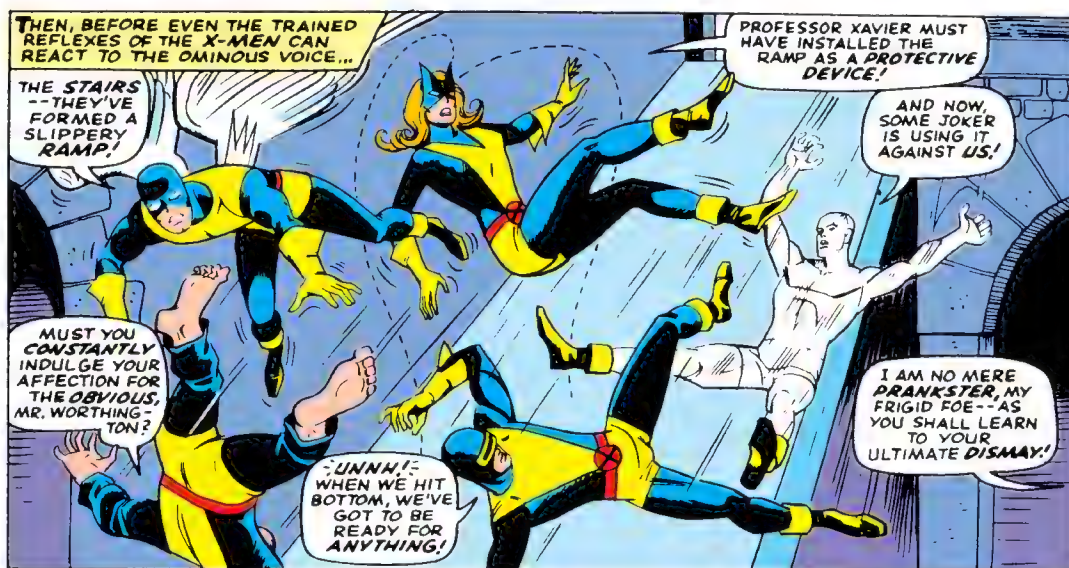
His artwork appeared in more than thirty issues of THE X-MEN. While he was drawing the series, we saw the X-Men get embroiled in one of the most memorable Sentinels stories ever, watched the team lose Jean Grey, witnessed the terrifying return of Magneto, and learned the secrets of Professor Xavier's past. No, I don't mean John Byrne, though he drew stories that fit all those descriptions as well. I'm talking about Werner Roth, one of the most important factors (no pun intended) in the development of THE X-MEN, and yet one of the least known today.

The first issue of THE X-MEN that Roth worked on was #13, and

the last was #57. During that time, he worked on 29 lead stories (his first ten were signed with the pen name 'Jay Gavin'), and 17 of the "Origins of the X-Men" back-up features that ran between #38 and #57. Before Roth, the regular artist on THE X-MEN was Jack Kirby, after Roth, it was Neal Adams. Although Roth was not the only artist to work on THE X-MEN between Kirby and Adams (others include Ross Andru, Don Heck, Barry Smith, Jim Steranko and George Tuska), it was Roth's artwork that most strongly characterized the period, and he's often considered the definitive X-MEN artist of the bulk of the series' original run.

Even today, THE X-MEN bears

Werner Roth's mark. It's very strongly a character-oriented series—action and thrills are important, but you'd be hard pressed to find someone who'd say they're more important than the interacting personalities, motivations and inner conflicts that keep the book so unpredictable and involving. Back in the 1960s the character focus was a little different—the X-Men were a group of very normal suburban kids with the one big all-important difference of mutant-hood that set them irrevocably apart from their peers, rather than the varied collection of ethnic, religious and international minorities that make up the team (as well as the New Mutants) today—but it





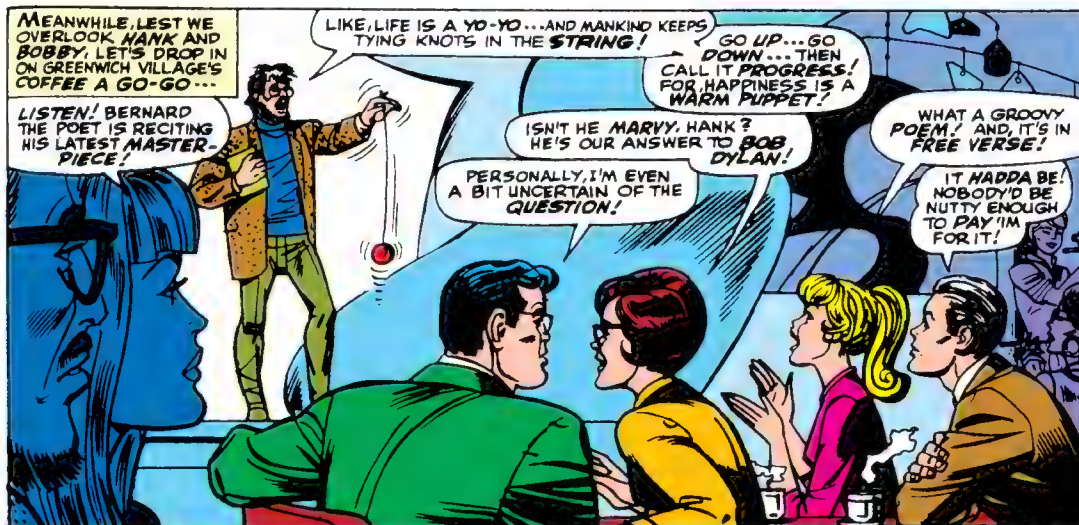
was even then the strong emphasis on personality and character that set THE X-MEN apart from the other comics, and that won Marvel's mutants the intense fan following that would stick by their heroes despite cancellation, and eventually demand the series' revival, as what else?—a character series.

And while the Kirby issues of THE X-MEN are strong on character, the series could have gone in a number of directions. With Werner Roth handling the art, though, characterization just naturally came to the forefront. The humanity he'd brought to Marvel's romance and western titles was perfect for the high-spirited group of teen-

agers that were often the only ones capable of protecting a world in which they could never really be a part.

THE X-MEN utilized Roth's strengths as an artist to the hilt. From the ebullient hijinks of the Beast and Iceman to Cyclops' determination to protect those around him from himself, to the gentle, heartfelt romance of Scott Summers and Jean Grey (or Warren Worthington and Candy Sothorn—or Hank and Vera or Bobby and Zelda, for that matter!), THE X-MEN was a series so full of approachable, well-rounded and believable people that it charmed its fans with warmth as much as it excited them with action. And

there was certainly plenty of that! The battles ranged from a bizarre donnybrook in the streets of New York between Unus, the Blob and the X-Men, all of them in X-Men uniforms, and all beleaguered by the human populace, to no less than three staggering clashes with the Juggernaut (Roth drew at least part of every Juggernaut story in THE X-MEN's original run), to a wild and emotional showdown between the Super-Adaptoid (who possessed all the powers of the Avengers) and the Mimic (who had all the powers of the X-Men). But for all that, it's not the super-heroic action that most X-MEN fans look back on fondly—it's scenes such as the ones shown on this page.



A WERNER ROTH X-MEN CHECKLIST

The issues listed feature Werner Roth full pencils, unless otherwise noted. Because of the high back issue price of many of these comics, sources of reprints are also listed.

#	INKER	REPRINT	STORY
13*	Sinnott	X-MEN #67	Defeat of the Juggernaut
14*	Colletta	X-MEN #68	Sentinels pt. 1
15*	Ayers	X-MEN #68	Sentinels pt. 2
16*	Ayers	X-MEN #69	Sentinels pt. 3
17*	Ayers	X-MEN #70	Magneto's return
18	Ayers	X-MEN #70	Iceman alone vs. Magneto
19	Ayers	X-MEN #69	Enter the Mimic
20	Ayers	X-MEN #71	Lucifer pt. 1
21	Ayers	X-MEN #72	Lucifer pt. 2
22	Ayers	X-MEN SPECIAL #2	Count Nefaria pt. 1
23	Ayers	X-MEN SPECIAL #2	Count Nefaria pt. 2
24	Ayers	X-MEN #72	The Locust
25	Ayers	X-MEN #73	El Tigre
26	Ayers	X-MEN #74	El Tigre becomes Kulkulcan
27	Ayers	X-MEN #75	Return of the Mimic
28	Ayers	X-MEN #76	The Banshee debuts
29	Tartaglione	X-MEN #77	Super-Adaptoid vs. Mimic
30	Tartaglione	X-MEN #78	The Cobalt Man
32	Tartaglione	X-MEN #79	Bobby's Party/Juggernaut pt. 1
33	Tartaglione	X-MEN #80	Juggernaut pt. 2
35	Adkins	X-MEN #81	Spider-Man
44**	Tartaglione	X-MEN #92	Angel vs. Red Raven
45**	Tartaglione	X-MEN #93	Cyclops vs. Quicksilver
46**	Tartaglione		Juggernaut/X-Men split up
47**	Tartaglione		Beast/Iceman story
48**	Verpoorten		Cyclops/Marvel Girl story
49**	Tartaglione		Mesmero
52**	Tartaglione		Defeat of Mesmero
55**	Colletta		Living Pharaoh

ORIGINS FEATURE:

#	INKER	REPRINT	STORY
#38	Verpoorten	AMAZING ADVENTURES (V2) #1	-Prof. X
#39	Verpoorten	AMAZING ADVENTURES (V2) #2	-Cyclops pt. 1
#40	Verpoorten	AMAZING ADVENTURES (V2) #3	-Cyclops pt. 2
#41	Verpoorten	AMAZING ADVENTURES (V2) #4	-Cyclops pt. 3
#42	Trimpe	AMAZING ADVENTURES (V2) #5	-Cyclops pt. 4
#43	Verpoorten	AMAZING ADVENTURES (V2) #6	-Cyclops' powers
#47	Verpoorten	AMAZING ADVENTURES (V2) #10	Iceman's powers
#48	Verpoorten	AMAZING ADVENTURES (V2) #11	Beast's powers
#49	Verpoorten		Beast pt. 1
#50	Verpoorten		Beast pt. 2
#51	Tartaglione		Beast pt. 3
#52	Verpoorten		Beast pt. 4
#53	Tartaglione		Beast pt. 5
#54	Colletta		Angel pt. 1
#55	Grainger		Angel pt. 2
#56	Grainger		Angel pt. 3
#57	Grainger	GIANT SIZED X-MEN #1***	Marvel Girl's powers

*Roth pencils over Jack Kirby layouts

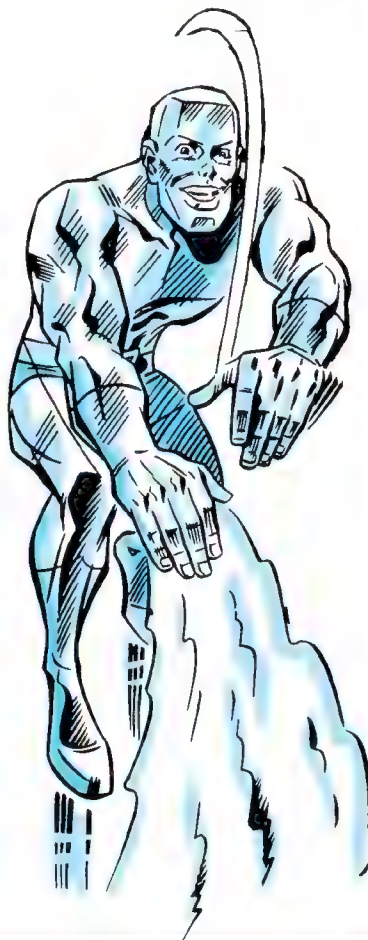
**Roth pencils over Don Heck layouts

***This issue, which has an incomplete reprint, as well as reprints of the back-ups from X-MEN #43 and 47, costs so much more than X-MEN #57 does that it's hardly worth listing.

Want to see more? If you're interested in picking up a few back issues, some good stories to start with are the original Sentinels story (in #14-16), the "return of Magneto" two-partner (#17 & 18), either Mimic story #19, #29), the second Juggernaut story (#32 & 33) and Cyclops' origin sequence (in the the back of #39-43). If your interest is primarily in the artwork, you might want to look for the issues with the best inking; generally clear, straightforward inking that brought out Roth's expressive faces and figures. Those would be the stories inked by Sam Grainger (who also inked some of the New X-Men's earliest adventures), John Verpoorten, John Tartaglione and Joe Sinnott.

To finish off this look back at Werner Roth's X-MEN, you'll find on this very page a checklist of all the stories he drew, who inked them and what was in them, for those who want to do some research into the subject on their own.

—Kurt Busiek



Marvel Age #45 (December 1986) announced *The Official Marvel Index to the X-Men*, an updated edition of the 1982 index by George Olshevsky.

X-TRA

THE *MUTANT* REPORT

X-TRA

VOLUME 2

"THE NEXT STEP IN NEWS EVOLUTION"

NUMBER 4

ANNOUNCING THE OFFICIAL MARVEL INDEX TO



THE UNCANNY
X-MEN®



Twenty-five years of action, adventure, and wonderful plot twists have gone into what we today call "The Marvel Universe." And mutants have figured prominently in that twenty-five year history. Just look at the frequency with which they keep popping up in Marvel's historical and reference works such as *MARVEL SAGA* and *MARVEL UNIVERSE*. Take, for example, everyone's favorite group of merry mutants, *THE UNCANNY X-MEN*. Their exciting stories didn't begin with this month's fantastic issue. They didn't even start with *GIANT-SIZED X-MEN* #1. No, there's a deep, rich history that goes back almost to the very beginning of the Marvel Age of Comics. And since many of you weren't even born back then, it's almost a sure bet that you're missing one or two of those early issues and there may even be gaping holes in your collections. But for you to go out and buy those classics—if you could even find them—it would cost you a small fortune. Maybe not so small.

But we've come up with a way for you to relive those timeless tales, to experience the great stories you may have missed. Next month, we'll be introducing *THE OFFICIAL MARVEL INDEX TO THE X-MEN*. Like the other books in the index series, *THE X-MEN INDEX* will act as a time machine to take you back to the very beginnings of the team that are now at the very top of comic popularity.

Edited by Mike Higgins and compiled by George Olshevsky, *THE X-MEN INDEX* is packed full of

characters, color cover reproductions, and creator credits for those early issues. And beginning with *THE X-MEN INDEX* and carrying over to the other titles in the series, the *INDEX BOOKS* will be going bi-monthly to allow more time to gather up all those important facts and write the issue summaries.

"Starting with *THE X-MEN INDEX*, we'll be making the index books more visually appealing," explained Mike. "We're excited about the changes we're making. Because it would cost a fortune to go out and buy the original issues we'll be talking about, we want to give the readers the feeling they originally inspired."

To accomplish this, *THE X-MEN INDEX* will cut back on the number of recaps each issue and will contain more art from those long-ago days. "Beginning with *THE X-MEN INDEX*, the index books will have full-page color reproductions of the original covers. And we're cutting down on the text and using more spot illustrations," said Mike.

The new format will cover 15 comics per issue, devoting two pages to every summary. If you're new to the index books, then you'll be in for a treat when you pick up *THE OFFICIAL INDEX TO THE X-MEN* #1. Inside you'll find an exciting splash page that will consist of new and different material. Then flip the page and you'll relive history!

"*THE X-MEN INDEX* contains a complete listing of the creator credits of each issue. Starting with *X-MEN* #1, you'll be able to find out

who wrote, drew, inked, colored, and edited the classic comics," explained Mike. "The index method is economical and time saving, too. You get years worth of comics that are not readily available at a glance. And we've trimmed the actual summaries, making them more concise, faster, and livelier to read." The summaries are actual recaps of all the important events that took place in each issue. Starting with the historic *X-MEN* #1, you can relive the stories that introduced Professor Charles Xavier and his very special students to the world. Read all about those early adventures that showcased Cyclops, Marvel Girl, Angel, Iceman, and the Beast.

The first issue will also feature a neat wrap-around cover penciled by Sandy Plunkett and inked by Craig Russell. "The cover is a step aside from the Marvel norm, and that's what we'll be trying to instill as a standard in the index books," said Mike. "And wait'll you see what we have planned for the splash pages!"

THE X-MEN INDEX, like the other index books, is part of the gala 25th Anniversary of Marvel Comics. It will be part of the other related works that will become a reference library of Marvel Comics. "We're filling it with as much fascinating information as possible," said Mike. "We're real excited about *THE X-MEN INDEX*."

X-cited? X-Men? Ind-X? We see a definite X-pattern developing X-here...

—Bill Slavicsek

Marvel Age #51 (June 1987) promoted Havok's return to the X-Men along with Marc Silvestri's debut as ongoing series artist beginning with *X-Men* #220.



A New X-Man

In the wake of the Mutant Massacre, the X-Men will be adding a new member to their ranks—Havok! Alex Summers, brother of Scott (Cyclops), originally unleashed his lethal cosmic power many years ago, during the team's initial encounter with the Living Monolith (circa *X-MEN* #60). Since that time, however, he's been doing his best to lead an ordinary life. The dramatic events that drive Havok into action are detailed in *X-MEN* #219, written by Chris

Claremont, penciled by guest artist Bret Blevins (of *BOZZ CHRONICLES* fame) and inked by Dan Green.

The world's mutants have recently been threatened by a group called the Marauders. These beings—mutants themselves—seek to achieve global domination. Their first goal is the destruction of all mutant opposition. They've already slain the subterranean Morlocks, and have inflicted heavy casualties on both the X-Men and X-Factor, injuring Colossus, Nightcrawler, Shadowcat and the Angel.

Alex Summers, meanwhile, has been living peacefully with his lovely girlfriend, Lorna Dane, alias Polaris. That peace is shattered in issue #219. While using her magnetic powers to battle three of the Marauders by herself, Polaris is possessed by Malice and becomes the leader of the Marauders! Havok is, to put it mildly, upset by this, and he joins the X-Men in an attempt to free his love from Malice's evil influence.

Following this, Marc Silvestri, artist for many months on *WEB OF SPIDER-MAN*, will be joining Claremont and Green in his new role as the series' permanent artist starting with *X-MEN* #220.

Warlock vs. the Impossible Man!

As a change of pace from the often-troubled lives of our mutant heroes, Marvel will present the comic clash of the year in *NEW MUTANTS ANNUAL* #3. Warlock, the biomechanical alien member of the New Mutants, encounters the Impossible Man, the green, shape-changing troublemaker from the planet Poppup. The popular, wacky Impossible Man was introduced way back in *FANTASTIC FOUR*

#11 by Stan Lee and Jack Kirby.

In the course of this epic battle, Warlock and the Impossible Man will assume the appearances of various heroes, giving us wonderfully comic versions of the Hulk vs. the Thing, Captain America vs. Captain Britain, and so on. The Chris Claremont/Alan Davis presentation will be on the stands this summer.

X-Men, Avengers Indexes Coming Soon

For those who want to know everything about two of the biggest super-teams around, Marvel will soon publish both *THE OFFICIAL MARVEL COMICS INDEX TO THE X-MEN* and *THE OFFICIAL MARVEL COMICS INDEX TO THE AVENGERS*. These titles will appear on a bi-monthly schedule, alternating each month, and they will, like previous indexes, provide a complete listing of the creators and the content of each issue indexed. Each installment of these indexes will contain 48 pages on Baxter paper and sells for \$2.95.

You'll be able to review, in detail, the entire histories of the groups, including the transformation of Quicksilver and the Scarlet Witch

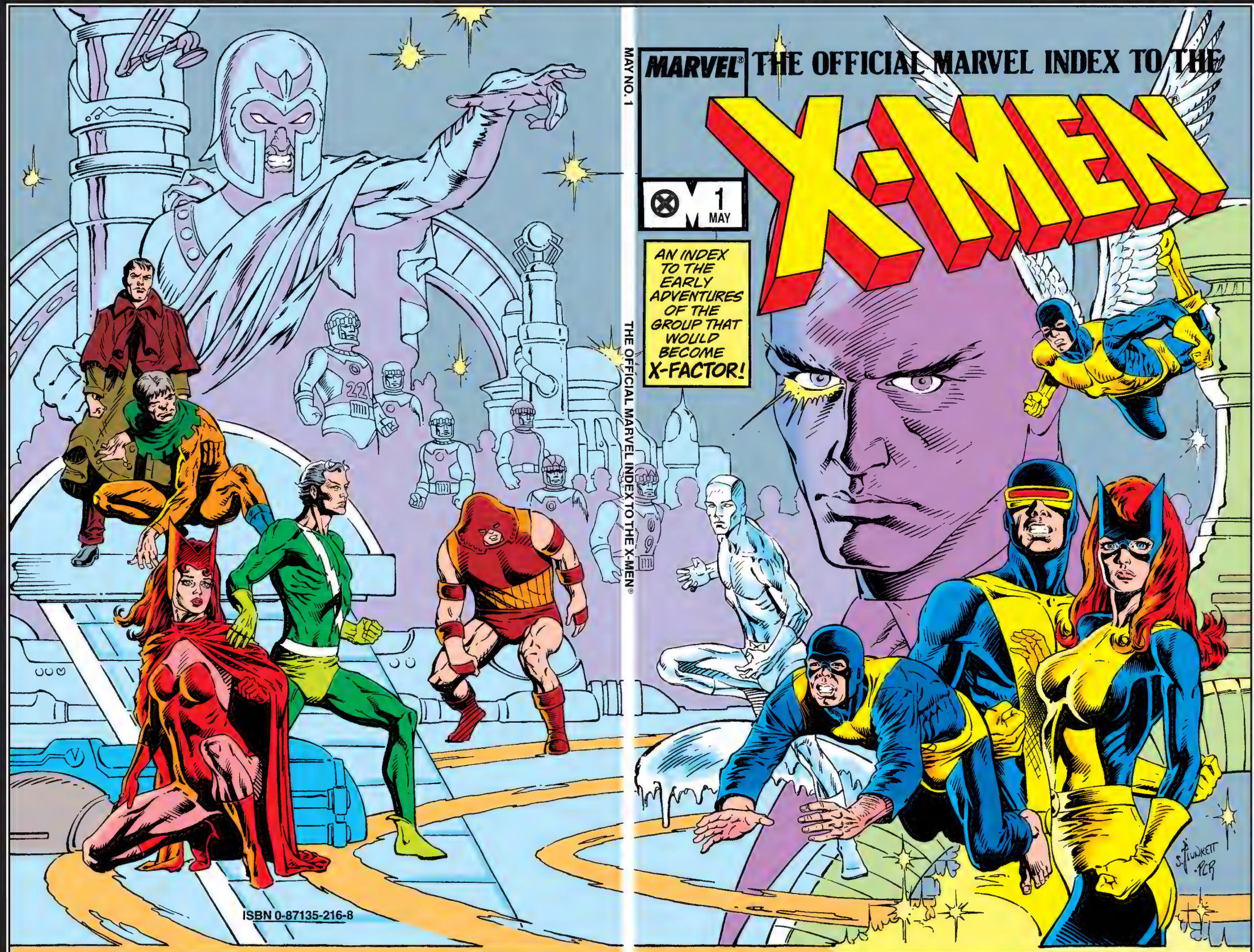
from reluctant villains in *THE X-MEN* to enthusiastic heroes in *THE AVENGERS*. The indexes list all the appearances, origins and (in some cases) deaths of heroes and villains alike. Such a listing eliminates the need for a collector to search blindly through back issues for these events, consuming both time and money in the process.

Both series have been redesigned so that each entry in the index will have one page of text, written by George Olshevsky, listing characters, creators' credits and a synopsis of the plot, opposite another page featuring a full-color reproduction of that issue's cover. In addition, other selections of the original artwork will be spread

throughout. Mike Higgins is editing each issue.

As an extra treat, the indexes will boast brand new covers and splash pages. *X-MEN INDEX* #1 will have a cover by Sandy Plunkett and Craig Russell, and a splash by Klaus Janson. Walter Simonson (currently illustrating *X-FACTOR*) will provide both the cover and splash for the second issue. *THE AVENGERS INDEX* will reportedly have a first-issue cover by one of the classic Avengers artists of the 1960s, Don Heck, with inks by Joe Sinnott, and a splash page by the present-day team of John Buscema and Tom Palmer.

—Ken Hart





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THE OFFICIAL MARVEL INDEX TO THE

X-MEN

THE OFFICIAL MARVEL INDEX TO THE X-MEN











The Official Marvel Index to the X-Men #1 (May 1987) frontispiece
by John Romita Jr. & Klaus Janson

the **X-MEN**



*The Official Marvel Index to the X-Men #2 (July 1987) frontispiece
by Walter Simonson*



*The Official Marvel Index to the X-Men #3 (September 1987) frontispiece
by Tom Grindberg & Tom Palmer*



The Official Marvel Index to the X-Men #4 (November 1987) frontispiece
by Paul Ryan & Al Williamson



*The Official Marvel Index to the X-Men #5 (March 1988) frontispiece
by Javier Saltares & Al Williamson*



*The Official Marvel Index to the X-Men #6 (May 1988) frontispiece
by Jim Valentino & Bob Layton*



*The Official Marvel Index to the X-Men #7 (July 1988) frontispiece
by Steve Leialoha*



X-Men: Mutant Massacre TPB (1996) cover
by Terry Dodson & Will Conrad



Reprinting *The Uncanny X-Men* #210-212, *X-Factor* #9-11, *New Mutants* #46, *Power Pack* #27, and *The Mighty Thor* #373-374

INTRODUCTION

BY ANN NOCENTI

FROM *FANTASTIC FOUR VS. THE X-MEN TPB* (1990)

A good man renders himself dysfunctional with self-doubt. A dying young girl contemplates suicide rather than be a burden to others. A monstrous thing that was once human must forgive the man who ruined his life. A hopeful child struggles to save his tainted family from destruction. More Faustian bargains than the devil can keep tabs on.

Of what pantheon of flawed heroes and heroic mortals do I speak? The archetypes of classical Greece? The notes from the lost play of an unknown Elizabethan? No, but rather a comic book adventure that happens to have some of that same juice that powers the classics of old.

I worked with Chris Claremont for five years; plotting, scheming, wrestling out stories. Of all those hundreds of tales, the story you find in your hands is one of my favorites. Roller-coaster action, life brought to heart-shredding climaxes, inter-personal complexities that would explode a soap opera guide, moments that tear smiles from the grimmest of faces—and *all* this surface fun buttressed by some dense philosophy that in less deft hands would sink a comic like a stone. But in this tale it works, beautifully, as this is Chris Claremont at his best.

This post-atom-splitting era we live in continually frightens us with possible science horrors: genetic manipulations, irradiated food, genetic coding. How far will scientists take these things? And how seriously will we take them?

Quantum physicists long ago discovered (as the Zen masters did before them) that “objective science” is a bit of an oxymoron. The classic dilemma of the questing scientist’s love-of-knowledge-at-all-costs is embodied in Reed Richards. Is the flaw to the scientific mind that it will unconsciously overlook anything that hinders the success of the “experiment?” As Ben Grimm wonders; how did Reed, a guy with such a “big” brain, overlook something as obvious as cosmic rays? Was the accident that created the Fantastic Four no accident? The dust speck of doubt is the point from which the pathos of this tale spirals, and in the process it touches on some of our modern-age fears of science.

As Reed broods and analyzes his way through his own messy subconscious, it is the “unintellectual” characters; the child Franklin, the childlike Longshot, the listen-to-yer-guts Ben Grimm and the instinctive Wolverine who provide the true revelations, the visionary truths that come unbidden from heart and soul. Very Zen, as is perfect science; only science chooses to ignore instinct and needs to be reminded. Two sides of a coin.

Of course, the story is also fun. There’s plenty of claw-popping, flame-streaking, soul-stealing, jet-stopping, dart-throwing, fist-womping, skin-scorching, luck-flipping, light-dazzling, brick-busting, limb-stretching, shirt-shredding and metal-bending action!

There are countless little discussions that go into making a comic story. We had many about the “reality” of Doom, the FF and the X-Men all hanging out together. About how “detailed” the “science” should get. One I remember centered around Sue Storm when someone pointed out that the women in this tale occasionally get their clothes blown off.

As one of the few women editors in a mostly all-male field, I was often turned to as a barometer of

what was “sexist.” Someone at the time asked me how I could tolerate such “exploitation.” To be honest, it didn’t bother me, any more than the rampaging machismo of the men in comics does. I see it as some sad, funny, but inextricable part of a high-opera medium. So, girls get their clothes blown off in this story.

Reading this story again, I noticed that Sue’s “wife and mother” role is how she is presented on the surface—yet it is *her* power that is the spine of the tale, the centering element. Looking back, I’m glad I didn’t do a “feminst” editing job on the story.

One thing I’ve learned from making comics is that the best stories are nothing without the best artists. Jon Bogdanove is one of the most expressive, wide-ranging talents in the business. He not only tells a beautiful story, he adds touches that, for me, make the best moments in comics. Witness the shaggy-baggy hand-tricks, or the She-Hulk’s reaction to Ben Grimm’s cigar smoke, or Franklin’s invisible chair ride, or check out the coffee cup on the last page of part three. This is the stuff of a dream artist. On top of all that, Jon draws the best hugs in the biz.

One final nod. No matter how good the directors are, the lighting and sound can still make or break a film. Terry Austin, Glynis Oliver and Tom Orzechowski illuminate countless of Chris’ stories with wonderful depth, color, light and sound; this is just one of their many terrific jobs.

All that’s left to say: Enjoy.



1990

THINGS YOU ALREADY KNOW

BY ALAN DAVIS

FROM *X-MEN: DANGER ROOM BATTLE ARCHIVES TPB* (1996)

Doug Ramsey and the techno-organic Warlock merge to save their mutant teammates from Spiral’s Wildways carousel...

The X-Babies and Longshot versus the New Mutants in a life-or-death struggle for the entertainment of Mojo...

The Angel and Iceman trapped on an asteroid between the berserker Hulk and the Lang-Sentinel...

War on another world when the X-Men meet Arkon the Magnificent...

The X-Cutioner hunts Mastermind while Jean Grey struggles against his psyche on the astral plane...

This book is packed with action, high drama and fantastic characters...but you know that already because, at the very least, you have scanned the entire volume before reading this foreword or, more likely, you have read each story twice, then decided to check out the “text bit” in front, just in case it contains some important information. I’m afraid not. Even if read upside down or reversed in a mirror there is no profound statement or secret knowledge here. I know because I’ve checked. So what is the function of a foreword introduction?

This is the second I’ve been asked to write. The first was for the *X-Men Archives Featuring Captain Britain* series. I penciled the covers for those books as I have for this. Maybe that’s why I was asked to write the introductions. I mean, it saves a busy editor phoning around to acquire the services of a real writer if he can secure both cover pencils and foreword with one call and, when all is said and done, the introduction isn’t that important. Nobody ever bought a book for the introduction. No, it’s the quality of the stories, the writing and artwork within, but you don’t need me to tell you that; if you are reading this, you’ve already picked up the book and proven yourself a person of discerning taste.

So, what can I contribute?

When I wrote the Captain Britain introduction I reminisced about the genesis of the series. I could because I was there and knew all those responsible. I grew up reading the X-Men but so did millions of others. My only personal experiences relating to this volume concern the reprinted *New Mutants* story I penciled. It was my first work for Marvel U.S. and with Chris Claremont. I was initially intimidated by Chris’s reputation (deservedly won during this ten-year tenure on the X-Men titles) and the most densely plotted script I have ever encountered. An important time for me but not a great anecdote. I could be controversial and grind an axe or two by listing some heavy art edits made to my finished pages or gripe about the horrors of flexographic printing which was in vogue at the time of the story’s first publication, but considering my current dissatisfaction at the standard of art I was producing then compared to now, it seems immaterial.

So what about the other creators featured in this volume? A few little known facts or witty anecdotes might make a nice introduction. Sorry, I’m afraid not. Despite the fact that some of these comic book luminaries have been major influences on my work, virtually all I know about them is discerned from their consistently high quality of work or interviews they have given. It’s natural to expect that people who work in the same relatively small industry, often for the same company, must know each other fairly well, but the reality is that culture, age and personal taste separate creative types as they do any other segment of society. Striking up friendships is equally indiscriminate. (But, living on the other side of the Atlantic can be a distinct problem.)

Mark Farmer, the sultan of slick, was a friend before we formed a working partnership. I could tell some seriously outrageous tales about Mark but they would never get past the censors. You’ve got to know that a guy who wears a rubber suit while he inks must lead an *interesting* life.

I have spoken with Scott Lobdell on a number of occasions or, more accurately, I’ve endured the glare of his loud shirts, his truly awful impression of an English accent and suffered a series of phone calls begun with a rasping satanic groan designed to unnerve a lonely artist working in the shadowy, candlelit confines of a remote olde English studio. Seriously though, Scott is one of the good guys, and if you will forgive the digression, I would like to thank him for promoting and supporting the *Clandestine* book. It’s rare to find genuine altruism in such a competitive industry.

I initially met Scott because we were both working with Terry Kavanagh, then editor of *Excalibur*. (Aside from becoming best friend to my children, Terry gave me my first opportunity to write. Thanks to his faith, patience and encouragement I wrote twenty-one issues of *Excalibur* before moving on to *Clandestine*.)

I know many more editors than writers because the logistics of deadlines and assignments require writers and artists to communicate more with editors than with each other. However, a flattering reminiscence about an editor may appear to be an attempt to curry favour. Whilst relating a truly amusing anecdote would be the quickest way to put myself out of work.

I never met George Pérez, Bob Layton or Jason Pearson. I once attended a meeting Roger Stern also attended, I briefly met Terry Austin and Arthur Adams at a convention years ago, and I was recently introduced to John Byrne whilst taking a tour of the DC offices. All of these meetings were too brief to do more than exchange pleasantries and put a face to the name but more time wouldn’t necessarily guarantee a more substantial exchange.

I worked with Chris Claremont over a period of more than three years, on two issues of *X-Men*, two *New Mutants* Annuals, one *X-Men* Annual, seventeen issues of *Excalibur* and various short stories, yet I have had less than a dozen real conversations with Chris, all of which concerned our work. There wasn’t any problem, we worked well together, I enjoyed the experience and I learned a tremendous amount from Chris. I still regard him as the best writer I have ever collaborated with.

The only certain common denominator of comic creators is a love of the comics medium and, most importantly, the characters. We all grew up reading our favourite heroes’ exploits—that is what inspired us to work in the industry—and when, as creators, we meet to work on a title, we rely on references to that common “fictional” heritage to build a dialogue. It’s like two strangers being introduced by a common friend. Or in the case of the X-Men, friends.

The goal of any author is to convince their audience that a fictional creation is real. So it isn’t necessary for creators to know each other but it is essential that they share a vision of the fictional reality and characters they are to jointly create or evolve. When writer, artist and editor are perfectly synchronized, characters can take on a life of their own, and subsequent generations of equally sympathetic and skilled creators appear to be merely custodians of a continuing legend. The sense of continuity between episodes produced years apart, as evidenced by the stories contained in this volume, is no accident. It’s a testament to the skill of the creators as storytellers.

“The Evil That Is Cast” originally appeared in 1978. “A Fire in the Sky,” 1979. “Why Do We Do the Things We Do?” 1986. “Performance,” 1987 and, most recently, “The Gift Goodbye,” 1993. In the fifteen years between the first and last story, comic art has become much more sophisticated and production values have improved beyond recognition, but a good story is still a good story.

Over the years I’ve heard numerous definitions of what constitutes good storytelling. In my opinion the truest declares that it is easy to produce pretentious prose and flashy art but it takes skill, time and effort to make the creators’ hand invisible. That is, for the creators to subordinate their own personalities to the need of the story. To resist the temptation to dazzle readers with exhibitions or irrelevant technique. There are some prize examples of true storytelling in this book.

But I’m sure you knew that already.

If you did, you must be pretty smart.

So, do you know the purpose of an introduction?

— Alan Davis
31 January 1996

NOTES:

Downloaded straight from the battle computer in the X-Men's Danger Room at their headquarters in Westchester, New York, we are proud to re-present these five classic X-Men battles which are some of the finest examples of the X-Men as a combat team.

FILES:

Uncanny X-Men Annual #3

Uncanny X-Men Annual #10

Uncanny X-Men Annual #17

New Mutants Annual #2

Incredible Hulk Annual #7



X-MEN®

FILE:

X-MEN: DANGER ROOM BATTLE ARCHIVES™



FILE:

DANGER ROOM™
BATTLE ARCHIVES

ENTER:





The revelations of a long forgotten diary cast Fantastic Four leader Reed Richards into a maelstrom of soul-wrenching self-doubt. Family and friends turn from him, questioning his loyalty and integrity. Furious battles against once ally, the X-Men, endanger their lives. His life-long foe, Dr. Doom, plays out a twisted scenario created to destroy him.

In the balance . . . the life of a delicate young girl and the fate of the Fantastic Four!

MARVEL® COMICS

THE FANTASTIC FOUR® VS. THE X-MEN®



FANTASTIC FOUR®

VERSUS THE

X-MEN®



Fantastic Four vs. The X-Men TPB (1994) cover
by Ray Lago



Reprinting *Fantastic Four vs. The X-Men* #1-4

BIOGRAPHIES

CHRIS CLAREMONT

It is hard to remember a time when the word “mutant” didn’t correspond with the largest and most ardently followed franchise in comics, but in the mid-’70s the X-Men were naught but a forgotten team of misfits. Chris Claremont and his collaborators took this moribund property and issue by issue transformed it into a phenomenon now known the world over.

Claremont began his career in comics in the early ’70s pitching in on issues of *Avengers*, *Daredevil* and *Incredible Hulk*, while also delivering several text stories to Marvel’s black-and-white magazines. His first regular writing gig was *War Is Hell*, a “weird war” title that came to a close just as his run on *X-Men* and *Iron Fist* began. *Iron Fist*, which rolled out of the pages of *Marvel Premiere*, was done in concert with artist John Byrne, forming a key partnership that would pay big dividends later. Other high-profile projects from Claremont’s first full decade in comics included *Marvel Preview*’s Starlord, *Ms. Marvel*, *Marvel Team-Up* (again with Byrne) and *John Carter: Warlord of Mars*.

But it was in the pages of *X-Men* where Claremont would change comics history. In tandem with artists Dave Cockrum and John Byrne, Claremont helped build a cornerstone franchise for Marvel. After writer Len Wein launched the newly updated series in 1975 with *Giant-Size X-Men* #1, Claremont was tasked with guiding the new adventures of the mutant misfits, and he did so by crafting layered stories that balanced crisp dialogue with high-octane action. Claremont placed a premium on characterization, a lofty goal in a team book with many players, but he did so deftly enough to spin a wide-ranging tapestry of characters, each of whom became fan favorites.

Leading breathless fans down the path of classics including “The Dark Phoenix Saga,” “Days of Future Past,” and *God Loves, Man Kills*, he helped build such an intense loyalty that it only made sense to spin-off the X-Men’s success into new books. The first such spin-off was *The New Mutants*. Later in the decade, Claremont launched *Excalibur* with Alan Davis and established a regular series for Wolverine with John Buscema.

In 1990, he launched a new sister title for the main team of mutants with Jim Lee; *X-Men* #1 premiered to numbers that made it the highest-selling comic ever. After a long break from the company, Claremont returned to Marvel in 2000, and over the next ten years wrote the novelization of Bryan Singer’s X-Men film, took on the Fantastic Four, and charted the adventures of Marvel’s mutants across a variety of titles. He was inducted into the Eisner Hall of Fame with its 2015 class.

ARTHUR ADAMS

Arthur Adams has been drawing for as long as he can remember. Born into an Air Force family in 1963, Adams moved around the country with his family until his father was stationed in Vacaville, CA, where they were able to put down roots. Arthur’s mother would bring home stacks of comic books from her monthly trips to the thrift store, giving him an early education

in the art form. But his main interest as a kid was in drawing dinosaurs and classic monster-movie characters.

It wasn’t until he bought the first issue of *Micronauts* in 1979, drawn by Michael Golden, that he realized it was comics that he wanted to pursue. He picked up other influences such as Bernie Wrightson, Bill Sienkiewicz and Walter Simonson. At the age of 19, he wrote a piece of fan mail to *Captain Carrot and His Amazing Zoo Crew!* and included a pinup of a character named Fara Foxette in an homage to the famous ’70s poster of Farrah Fawcett. *Zoo Crew* creator Roy Thomas loved it so much he paid Adams \$10 to publish it, and Adams was off and running in a career in comic book art.

After samples of his work made their way through Marvel Editorial, the promising talent was assigned to an unassuming miniseries in development writer/editor by Ann Nocenti. That series, *Longshot*, would make a star out of Adams. His detailed and dynamic pencils carried a joyful energy that made him an instant fan-favorite and also introduced many American readers to manga-influenced artwork. Both Adams and the character he co-created were soon brought into the X-Men’s orbit. Chris Claremont teamed with Adams on special issues such as *New Mutants Special Edition* #1 and numerous *X-Men Annuals*. Adams would also draw issues of *X-Factor*, the *Excalibur: Mojo Mayhem* graphic novel and the three-part “New Fantastic Four.”

At DC, Adams drew *Action Comics Annual* #1 starring both Superman and Batman, raising his profile to a wider audience. The whimsical Adams was perfectly suited for a pair of Gumby specials for Comico, which earned him and collaborator Bob Burden an Eisner Award for Best Single Issue. At Dark Horse, he channeled his love of monsters into an adaptation of the ’50s film classic *The Creature from the Black Lagoon* and *Godzilla Color Special*, which Adams also scripted. He also launched his series *Monkeyman* and *O’Brien* through Dark Horse’s creator-owned imprint Legend. At Wildstorm, Adams drew *Gen13* and *The Authority* and co-created the Jonni Future serial in *Tom Strong’s Terrific Tales*. His recent work has included collaborations with writer Jeph Loeb on *Hulk* and *Ultimate Comics: X* and scores of cover art.

BRET BLEVINS

Bret Blevins’ art style ranges from whimsical to dark, bringing a compelling emotional depth to his work across a wide range of titles. At the beginning of Blevins’ career, he worked his way up from single-issue jobs to covers, and, most notably, film adaptations of *The Dark Crystal*, *Krull* and *The Last Starfighter* in *Marvel Super Special*. In late 1985, Blevins earned his first regular series, David Michelinie’s six-issue Epic miniseries *The Bozz Chronicles*. In 1987, the regular assignments grew to include Cloak & Dagger in *Strange Tales* and a milestone run on *New Mutants*. Later credits included an Inhumans graphic novel with Ann Nocenti and extended runs on the early-’90s titles *Sleepwalker* and *Ghost Rider*. From there, Blevins moved to DC to draw *Batman: Shadow of the Bat* but soon after made a career change to join Warner Bros. animation, where he won

two Emmy awards for storyboarding *Batman*, *Batman Beyond*, *Superman* and *Justice League* cartoons, among many others.

JON BOGDANOVE

Illustrator Jon Bogdanove started his career in comics in 1986 with a six-year stretch at Marvel that saw him drawing an extended run of *Power Pack*, during which he also scripted a handful of issues. He united with his *Power Pack* collaborator, Louise Simonson, on the mutant miniseries *X-Terminators* and *X-Factor*. He also drew the four issue *Fantastic Four vs. The X-Men* miniseries scripted by Chris Claremont. Bogdanove moved to DC in 1991 to pursue his ambition to draw Superman. His love for the first super hero was so strong that he and his wife named their son Kal-El, Superman's Kryptonian name. Bogdanove would contribute to the death and return of Superman and marriage of Clark Kent and Lois Lane story lines that captured headlines worldwide. With Simonson on board writing, Bogdanove launched *Superman: The Man of Steel*, which the pair would collaborate on through the end of the decade. He and Simonson would co-create the character Steel in *Adventures of Superman*, and then featured him as the title character of their *Man of Steel* ongoing series, before he would springboard to a feature film starring basketball superstar Shaquille O'Neal. Bogdanove currently works in television animation, with credits on *Young Justice* and *Reign of the Supermen*.

ALAN DAVIS

Born and raised in England's Midlands, Alan Davis was exposed to American comics during his adolescence. While pursuing an early passion for drawing, Davis developed an impressive sense of style without any formal art training. He soon became connected with Paul Neary, the editor-in-chief of Marvel UK, and signed on to draw a relaunch of *Captain Britain*. Learning the ropes from Neary, Davis drew the adventures of Captain Britain in *Marvel Superheroes* and his own title, the latter part of which he worked with writer Alan Moore. He also drew several chapters of the groundbreaking Marvelman series (known in the U.S. as Miracleman) in *Warrior* before making the jump across the Atlantic to DC Comics. There he was assigned to the high-profile *Batman and the Outsiders* book written by Mike Barr. After a six-issue stint on *Detective Comics*, Davis shifted to Marvel in 1986, where he introduced British-born super hero Psylocke in *New Mutants Annual* #2 and immediately carried her over into the lineup of *The Uncanny X-Men*. Writer Chris Claremont, long a fan of Davis' work, joined with the artist for *Excalibur*, an X-Men spinoff based in England that they collaborated on for nearly two years. Davis would return to *Excalibur* in 1991, this time as both artist and writer, for another nearly two-year stint. Next, Davis introduced *ClanDestine*, a series inspired by British history and lore, featuring new characters created by Davis. In the early 2000s, Davis contributed his fan-favorite art to *X-Men*, *Avengers* and *Fantastic Four: The End*. He wrote and drew a six-issue *Kilraven* series in 2002 and reunited with Claremont in 2004 for an extended run on *The Uncanny X-Men*. Davis launched the 2012 *Wolverine* series with writer Paul Cornell, wrote and drew a four-issue run of *Savage Hulk* and collaborated with Jim Starlin on his Thanos graphic novels and Roy Thomas on the writer's return to *Savage Sword of Conan*.

BUTCH GUICE

Jackson "Butch" Guice was born in 1961 in Chattanooga, Tennessee. Guice was working at a small design company in North Carolina when some of his fanzine art got the attention of Marvel. After being recruited by editor Al Milgrom, Guice didn't let a broken arm from a roller skating accident keep him from drawing his first credited work at Marvel, an extended run on *Micronauts* with writer Bill Mantlo. He worked with Mantlo again on his next projects: a four-issue *X-Men and the Micronauts* miniseries, an *Avengers Annual* and the *Swords of the Swashbucklers* Epic Graphic Novel and ongoing series. After inking four issues of Paul Chadwick's *Dazzler*, Guice joined writer Louise Simonson on *X-Factor* where they co-created the villain Apocalypse. Guice became a regular on Marvel's mutant titles, also working with writer Chris Claremont on *The New Mutants* and a pair of *The Uncanny X-Men* issues. In 1987, he launched a new Flash series at DC, but soon was back at Marvel, drawing *Iron Man*, *Doctor Strange*, *Sorcerer Supreme* and inking Steve Ditko's pencils on *Speedball*. In the '90s, Guice was returned to DC to draw Superman in *Action Comics*, *Birds of Prey* and *Resurrection Man*, a series featuring a new character co-created with Dan Abnett and Andy Lanning. In 2001, Guice joined writer Mark Waid at CrossGen on the critically-acclaimed *Ruse*. After CrossGen, Guice returned to DC for runs on *JLA: Classified* and *Aquaman: Sword of Atlantis*, but, in 2007, made Marvel his home for much of the next decade-plus joining Ed Brubaker on *Captain America* and *Winter Soldier*, Brian Michael Bendis on *Ultimate Origins*, Nick Spencer on *Secret Avengers* and *The Invaders* with Chip Zdarsky.

RICK LEONARDI

As soon as Rick Leonardi graduated from Dartmouth College in 1979, he sent Marvel and DC a self-written and -drawn comic book that spoke to his artistic potential. Marvel wrote back, encouraging him to take a job with them. In his first years in comics, Leonardi eased himself into the business with a handful of stories in *Thor* and *The Spectacular Spider-Man*. After proving himself, he landed a pair of higher-profile gigs with writer Bill Mantlo on the 1982 miniseries *The Vision and the Scarlet Witch* and *Cloak and Dagger*. After penciling issues of *The Amazing Spider-Man*—and being a part of the development of Spider-Man's new black costume with Mike Zeck—Leonardi reunited with Mantlo to launch an ongoing *Cloak and Dagger* series in 1985. He followed that up with Marvel's top-selling X-titles, drawing a Colossus serial in *Marvel Comics Presents* and several issues of *The Uncanny X-Men* and *The New Mutants*. In 1992, Leonardi and Peter David created Miguel O'Hara in *Spider-Man 2099*, a series Leonardi would draw for most of the first 25 issues of its run. In the late '90s, Leonardi drew the five-issue series *Painkiller Jane* for Joe Quesada and Jimmy Palmiotti's Event Comics, and in the 2000s, he would head to DC for stints with *Batgirl*, *Vigilante* and *Nightwing*. A longtime fan of Batman, Leonardi's most recent project is the ongoing series *Batman Beyond*.

JOHN ROMITA JR.

Like his legendary father, John Romita Jr. has become a comic-art master, establishing a powerful style uniquely his own. His life in comics began early, when as an adolescent he

helped his father design the Spider-Man villain the Prowler. His first published work—cover art for Marvel UK and “Chaos at the Coffee Bean!” in *Amazing Spider-Man Annual* #11—showed that he’d learned much from his father’s figure drawing and storytelling sense. His first full-length project was a KISS feature in *Marvel Super-Special* #5. In the summer of 1978, he began a years long partnership on *Iron Man* with David Michelinie and Bob Layton. It was during his first *Iron Man* break that Romita Jr. took on full-time art duties on *Amazing Spider-Man* for the first of multiple acclaimed runs. During his Spidey tenure he also helped launch *Dazzler* and penciled the first Marvel miniseries, *Marvel Super Hero Contest of Champions*. In 1983, Romita Jr. joined Chris Claremont’s *Uncanny X-Men*, taking over the industry’s most popular comic for a three-year run that saw his art dramatically evolve in tone. After a stint on the New Universe series *Starbrand*, he rebounded with a pair of *Amazing Spider-Man* issues that included Peter Parker’s proposal to Mary Jane Watson. Next, Romita Jr. began a run on *Daredevil* with writer Ann Nocenti, introducing Typhoid Mary and establishing himself as one of the definitive *Daredevil* artists. After a third run on *Iron Man*, his credits included *Punisher War Zone*, *Daredevil: The Man Without Fear* with Frank Miller, a return to *Uncanny X-Men*, and long runs on *Spider-Man*, *Thor* and *Peter Parker: Spider-Man*. As the new century dawned, the ever more popular Romita Jr. kept adding to his superstar resume with stints on *Amazing Spider-Man* with J. Michael Straczynski, *Wolverine* with Mark Millar, *Eternals* with Neil Gaiman, and the *World War Hulk* event. His collaboration with Millar spawned their creator-owned series *Kick-Ass*, which led to a blockbuster feature film. In 2014, Romita moved to DC where his runs on *Superman* and *All-Star Batman* have topped sales charts. He returned to Marvel in 2021 ready to take on the House of Ideas greatest characters once again.

MARC SILVESTRI

Born in Florida in 1958, Marc Silvestri grew up with a love for comics and science fiction movies that inspired him to become a comic book artist. He developed his skills well enough that by the age of 23, he attended a convention to try to gauge interest in his work. DC vice president and veteran artist Joe Orlando was impressed enough with the young Silvestri’s portfolio that he hired him to draw backup stories in DC’s horror anthologies. Silvestri jumped over to Marvel soon after, settling in for a long run on *King Conan/Conan the King*, after which he illustrated the Marvel Graphic Novel *Revenge of the Living Monolith*, issues of *X-Factor* and *Web of Spider-Man*. In 1987, he established himself as one of the defining artists of the X-Men, first with the *X-Men vs. The Avengers* miniseries, then an iconic run drawing *The Uncanny X-Men* that would last through 1990. He followed that up with a two-year stint on *Wolverine* that delved deeper into the character’s origins. In the summer of 1992, Silvestri and six of his peers shocked the comics industry by leaving Marvel and forming Image Comics, a creator-owned independent publishing company. Under his Image imprint Top Cow, he created and drew *Cyberforce*, joined by brother Eric as scripter, and scripted the spinoff series *Codename: Stryke Force*. In 1995, he co-created *The Darkness* with writer Garth Ennis and *Witchblade*, a property that Silvestri helped develop into its own popular 2001-2002 TV series on the TNT network. Silvestri returned to Marvel in 2004, drawing *New X-Men* “Here Comes Tomorrow,” the conclusion to Grant Morrison’s revolutionary

run. Since then, Silvestri has contributed to the X-Men events “Messiah Complex” and “Utopia,” issues of Jason Aaron’s *The Incredible Hulk* series and dozens of covers for Marvel.

BARRY WINDSOR-SMITH

A brash newcomer to the American comics scene in the late ’60s, London-born Barry Windsor-Smith rose from drawing his first American comics work on a New York City park bench to become one of the medium’s most influential artists, driving his passion for pre-Raphaelite naturalism and Art Nouveau design into mainstream comics.

Influenced from an early age by artists like Jack Kirby and Gil Kane, Windsor-Smith made it a goal to one day work for Marvel Comics. His first professional forays produced artwork for *X-Men*, *Daredevil* and *Nick Fury, Agent of S.H.I.E.L.D.*, all of which revealed a young man ardently working to define his own voice while mastering the lessons of his artistic forebears.

He first stepped out in a big way on *Conan the Barbarian*, Marvel’s adaptation of Robert E. Howard’s sword and sorcery character. It was here that Windsor-Smith developed a stunningly fresh approach to comic-art draftsmanship, holding on to Kirby’s dynamic energy but pouring an increasing amount of time into detailed, lyrical figure drawing. As his skills developed, it became clear that Windsor-Smith’s work on *Conan* was a clarion call for comic artists who wanted to take a more refined approach to their illustration.

In addition to making *Conan* into a bona fide hit, Windsor-Smith also turned in memorable work on *Avengers*, *Doctor Strange* in *Marvel Premiere* and *Ka-Zar* in *Astonishing Tales*, after which he started Gorbliney Press, his own studio that produced original prints and stories entirely of his own making, a concern that is still ongoing today.

A return to Marvel in 1984 produced a handful of projects that made a huge impression: a Machine Man limited series; the groundbreaking excursion into Wolverine’s origin, “Weapon X”; “Lifedeath,” a pair of timeless Storm stories told in *The Uncanny X-Men* and a myriad of classic covers.

In the 1990s, Windsor-Smith took on the role of creative director for Valiant Comics, an upstart company formed by former Marvel editor-in-chief Jim Shooter. The Valiant line, including Windsor-Smith’s *Archer and Armstrong*, *Solar: Man of the Atom* and *Unity*, was a big hit in part to Windsor-Smith’s masterful work. He also created Malibu Comics’ *Rune*, Dark Horse’s *BWS: Storyteller* anthology and began his series of autobiographical art books, *Opus*. Windsor-Smith’s decades-in-the-making graphic novel *Monsters* was published in 2021. His accomplishments within the field were recognized by the Eisner Hall of Fame in 2008.

Biographies researched and written by John Rhett Thomas

MARVEL MASTERWORKS

THE MARVEL MASTERWORKS LIBRARY PRESENTS THE WORLD'S GREATEST COMIC BOOKS, PAINSTAKINGLY RESTORED FROM THE HIGHEST-QUALITY SOURCES AND WITH THE MOST DILIGENT ARCHIVAL METHODS.

THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over America, a new storytelling medium was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States. At the forefront of this new medium was Timely Comics, a young company staffed by such legendary creators as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These trailblazing talents birthed a vast array of characters that would give rise to the Marvel Universe!

GOLDEN AGE ALL-WINNERS VOLS. 1-4
GOLDEN AGE CAPTAIN AMERICA VOLS. 1-6
GOLDEN AGE DARING MYSTERY VOLS. 1-2
GOLDEN AGE HUMAN TORCH VOLS. 1-3
GOLDEN AGE MARVEL COMICS VOLS. 1-7

GOLDEN AGE MYSTIC COMICS VOL. 1
GOLDEN AGE SUB-MARINER VOLS. 1-3
GOLDEN AGE U.S.A. COMICS VOLS. 1-2
GOLDEN AGE YOUNG ALLIES VOLS. 1-2

THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the Golden Age retooled to take on the threat of Communism. From Western gunfighters to crime to horror, the Atlas Era had it all!

ATLAS ERA BATTLEFIELD VOL. 1
ATLAS ERA BLACK KNIGHT/YELLOW CLAW VOL. 1
ATLAS ERA HEROES VOLS. 1-3
ATLAS ERA JOURNEY INTO MYSTERY VOLS. 1-4
ATLAS ERA JUNGLE ADVENTURE VOLS. 1-3

ATLAS ERA MENACE VOL. 1
ATLAS ERA STRANGE TALES VOLS. 1-6
ATLAS ERA TALES TO ASTONISH VOLS. 1-4
ATLAS ERA TALES OF SUSPENSE VOLS. 1-4
ATLAS ERA VENUS VOL. 1

THE MARVEL AGE

In August 1961, change hit newsstands: *The Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. They were real characters placed in extraordinary circumstances. They lived together, they fought among themselves — and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different — the beginning of the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

THE AMAZING SPIDER-MAN VOLS. 1-23
ANT-MAN/GIANT-MAN VOLS. 1-3
THE AVENGERS VOLS. 1-21
THE BLACK PANTHER VOLS. 1-3
BROTHER VOODOO VOL. 1
CAPTAIN AMERICA VOLS. 1-13
CAPTAIN MARVEL VOLS. 1-6
THE CHAMPIONS VOL. 1
DAREDEVIL VOLS. 1-15
DAZZLER VOLS. 1-2
DEATHLOK VOL. 1
THE DEFENDERS VOLS. 1-7
DOCTOR STRANGE VOLS. 1-10
THE FANTASTIC FOUR VOLS. 1-23
GHOST RIDER VOLS. 1-3
HOWARD THE DUCK VOL. 1
THE HUMAN TORCH VOLS. 1-2
THE INCREDIBLE HULK VOLS. 1-15
THE INHUMANS VOLS. 1-2
THE INVINCIBLE IRON MAN VOLS. 1-14
IRON FIST VOLS. 1-2

KA-ZAR VOLS. 1-2
KILLRAVEN VOL. 1
LUKE CAGE VOLS. 1-3
MARVEL RARITIES VOL. 1
MARVEL TEAM-UP VOLS. 1-6
MARVEL TWO-IN-ONE VOLS. 1-6
THE MIGHTY THOR VOLS. 1-20
MS. MARVEL VOLS. 1-2
NICK FURY, AGENT OF S.H.I.E.L.D. VOLS. 1-3
NOT BRAND ECHH VOL. 1
RAWHIDE KID VOLS. 1-2
THE SAVAGE SHE-HULK VOLS. 1-2
SGT. FURY VOLS. 1-4
THE SPECTACULAR SPIDER-MAN VOLS. 1-4
SPIDER-WOMAN VOLS. 1-2
THE SILVER SURFER VOLS. 1-2
THE SUB-MARINER VOLS. 1-8
THE TOMB OF DRACULA VOL. 1
WARLOCK VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-14

